SCHEDULE 12

LANDS

1. GENERAL

1.1 Capitalized Terms

Capitalized terms used in this Schedule have the definitions as set out in the Agreement to Design, Build, Finance and Operate Southeast Stoney Trail, Calgary (the "**DBFO Agreement**") between Her Majesty the Queen in right of Alberta and the Contractor, as defined therein, unless expressed otherwise.

1.2 DBFO Agreement Reference

This Schedule is referenced in sections 1.1, 1.3, 4.1, 4.5, 13.2(b), 15.1(d) and 15.1(g) of the DBFO Agreement.

2. TUC

The TUC is as shown on the attached Schedule 12 Drawings.

The following land is part of the TUC but is not owned by the Province (the "**Privately-Owned TUC Land**"):

SHORT LEGAL	TITLE NUMBER
Plan 4506AH; Blocks A and B	901 190 657
Plan 320AH; Block A	871 221 573
Plan RY11; RLY; 23	166M91

As set out in sections 4.5 and 4.6 of the DBFO Agreement, the Contractor shall not have the use of the Privately-Owned TUC Land unless the Contractor obtains both the permission from the applicable landowner and the corresponding Ministerial Consent.

3. ROAD RIGHT OF WAY

The Road Right of Way is as shown on the attached Schedule 12 Drawings.

4. LANDS

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The Lands are as shown on the attached Schedule 12 Drawings and are entirely formed by lands which come from all or a portion of, or are near, the lands with the following South Alberta Land Registration District Title Numbers (for greater clarity, some of the Title Numbers below relate to lands within the TUC but outside the Lands) (also for greater clarity, the Lands do not include Railway Plans RY11 and RLY23 nor Plan 4506AH, Blocks A and B):

SHORT LEGAL	TITLE NUMBER
Plan 8511085, Block OT	921 077 865+1
Plan 8911124, Block OT (TUC ROW)	001 239 044
Plan 8911124, Block RW, Lot 24	081 184 137 +18
	081 184 137 +19
	081 184 137 +20
	081 184 137 +21
	081 184 757
Plan 8710628 – portion of Block 1	901 206 813 +1
Plan 8110318 – portion of Block C	901 206 849 +1
Plan 8511085, Block OT – portion	921 077 744
Plan 5152JK – portion of Block C	921 140 320
Plan 5152JK – portion of Block D	931 164 921 +1
Plan 2340AH, Block X	921 282 816
NW 12-24-29-4	941 132 389
Plan 8910661, Block OT (TUC ROW)	031 278 311
Plan 4506AH – portion of Block Y	901 207 470
	901 207 594
	921 080 629
SW 1-24-29-4	921 080 571
Plan 8411162, Block 1	921 078 494
Plan 4506AH – portion of Block X	921 234 546
Plan 7436AF – portion of Block X	961 098 983
Plan 0511050, Block 1, Lot 1	051 114 517
Plan 8611343, Block 3	921 060 656
Plan 8611343, Block 61	861 208 233 D
Plan 2129FT, Block C	911 044 820 A
Plan 7549JK – portion of Block 1	921 314 956
Plan 7549JK – portion of Block 2	921 030 953
Plan 7549JK – portion of Block 3	921 030 686
Plan 9412550 – Blocks C, D, E and M	971 113 807
Plan 9412550 – portion of Blocks H	971 087 705
and J (titled to Alberta Environment)	
Plan 9412550 – portion of Blocks H, J	961 026 939
and K (titled to Alberta Environment)	

SHORT LEGAL	TITLE NUMBER
Plan 9412550, Block N	971 113 783
Plan 4441AH – portion of Block A	971 020 675 +4
E ½ 1-23-29-4	021 153 781 +4
NW 1-23-29-4	911 065 289
Plan 8611343, Block 1	911 285 953
Plan 8310744 – portion of Block 1	921 146 732
Plan 8310744 – portion of Block 2	921 295 792 +1
SE 13-23-29-4	941 204 817 +2
NE 35-22-29-4	021 153 781 +5
N ½ 35-22-29-4	021 153 781 +6
S ½ 35-22-29-4	021 153 781 +7
SE 1-23-29-W4	041 004 795
Plan 8911125, Block OT (TUC ROW)	081 044 864 +1
Plan 8911125, Block OT (TUC ROW)	931 103 054
SE 35-22-29-4	921 103 576
Plan 0212503, Block F	081 045 534
Plan 0212503, Block G	081 045 372
Plan 0710614, Block RW, Lot 22	081 374 663
(TUC ROW)	
Plan 8210412, portion of Block B	011 299 367 +1
Plan 8210412, portion of Block C	911 063 788
Plan 8210412, portion of Block D	911 063 804
Plan 8210412, Block E	891 006 031 V
Plan 8210412, Block F	001 252 409 +1
Plan 8211255, portion of Block B	911 063 749
Plan 8211255, portion of Block C	911 098 017 +1
NW 27-22-29-4	921 283 076
	961 047 768 +1
SE 34-22-29-4	921 283 076 +1
Plan 8910935, Block RW, Lot 22	931 071 242
(TUC ROW)	
Plan 8110585, Block OT	011 223 743
Closed Road Allowance at OT-22-29-4	011 295 801
	011 295 802
Plan 0213999, Block RW, Lot 22	051 264 204
(TUC ROW)	011 070 000
Plan 8010815, portion of Block B	911 270 229
Plan 8010815, portion of Block E	911 263 448
Plan 8010815, portion of Block F	911 264 051
Plan 8010815, portion of Block G	941 161 998
Plan 8010815, Block H	811 218 608 F
Plan 8010815, Block J	811 218 608 G

SHORT LEGAL	TITLE NUMBER
Plan 8010815, portion of Block K	911 270 229 +2
Plan 8010815, Block L	911 258 789
Plan 8710443, Block 1	871 047 868 C
Plan 8710443, Block 2	871 047 868 D
Plan 8211256, Block 25	891 052 981 A
Plan 8211256, Block 26	891 052 982 A
Plan 8211256, Block 27	891 052 983 A
Plan 8211256, Block 28	891 052 984 A
Plan 8211256, Block 29	891 006 031 AE
Plan 8211256, Block 30	891 006 031 AF
Plan 8211256, Block 31	891 006 031 AG
Plan 8211256, Block 32	891 006 031 AH
Plan 8211256, Block 36	891 052 994 A
Closed Road Allowance at OT-22-1-5	891 056 132
SW 25-22-1-W5	921 188 419
Plan 7510239, Block OT, portion of the	891 056 132 A
Extra Roadway	
Plan 8211258, portion of Block 34	961 085 425 +1
Plan 8211258, Block 35	901 171 094
Plan 8211258, Block 37	901 171 094 +1
Plan 8910831, Block OT	091 113 944
Plan 4441AH, Blocks 13-18	091 168 923
Plan 0912414, Block A	091 288 048
Plan 0912414, Block B	091 288 048 +1
Plan 0912414, Block C	091 288 048 +2
Plan 0912414, Block D	091 288 048 +3
Plan 0912414, Block E	091 288 048 +4
W 1/2 29-22-29-W4	941 119 627
NW 25-22-29-W4	091 335 252
SW 34-22-29-W4	091 356 730

As of October 7, 2009, the Province is still in the process of acquiring some properties required for the construction of the New Infrastructure (the "**To Be Acquired Lands**"). The short legals and title numbers of the To Be Acquired Lands are set out below:

0.0042 ha (0.01 acre) portion more or less 971 182 874 of Plan 8110325, Block 20, as marked by the shaded red portions identified in Sheet #3 of Appendix B of this Schedule

0.65 ha (1.61 acre) portion more or less of 961 067 896 Plan 3565AG, Block B, as marked by the shaded red portions identified in Sheet #4 of Appendix B of this Schedule

The following road plans and government road allowances are referred to as the "City Road Allowances":

Within Transportation / Utility Corridor Right of Way Plan 8910661

76th Street SE:

SW 13-24-29-W4: Street, Subdivision Plan 2340AH

50th Avenue SE:

East / West Government Road Allowance north of NE 36-23-29-W4

84th Street SE:

NE 36-23-29-W4: Road Plan 4377JK SE 1-24-29-W4: Road Plan 4377JK

Within Transportation / Utility Corridor Right of Way Plan 9111958

84th Street SE:

SE 36-23-29-W4: Road Plan 4377JK

80th Street SE:

SE 36-23-29-W4: Street, west of Block 17, Plan 7436AF

66th Avenue SE:

SE 36-23-29-W4: Street, south of Block 17, Plan 7436AF

Within Transportation / Utility Corridor Right of Way Plan 8910831

74th Avenue SE:

SE 25-23-29-W4: Road, Subdivision Plan 3565AG

Glenmore Trail SE:

East / West Government Road Allowance north of N 1/2 24-23-29-W4

NE 24-23-29-W4: Road Plan 1400LK NW 24-23-29-W4: Road Plan 1400LK SE 25-23-29-W4: Road Plan 1400LK SW 25-23-29-W4: Road Plan 1400LK

76th Street SE:

NE 24-23-29-W4: Street, Subdivision Plan 4441AH NW 24-23-29-W4: Street, Subdivision Plan 4441AH

84th Street SE:

SE 25-23-29-W4: Road Plan 4377JK NE 24-23-29-W4: Road Plan 731231

NE 13-23-29-W4: Road Plan 731231

Within Transportation / Utility Corridor Right of Way Plan 8910497

114th Avenue SE:

East / West Government Road Allowance north of N 1/2 12-23-29-W4

84th Street SE:

NE 12-23-29-W4: Road Plan 731231 NE 1-23-29-W4: Road Plan 731231

Within Transportation / Utility Corridor Right of Way Plan 8911125

146th Avenue SE:

East / West Government Road Allowance north of N 1/2 35-22-29-W4

Highway 22X / Marquis of Lorne Trail SE:

SW 35-22-29-W4: Road Plan 8910154 SW 35-22-29-W4: Road Plan 8910164 SE 35-22-29-W4: Road Plan 8910154 SE 35-22-29-W4: Road Plan 8910164 NW 26-22-29-W4: Road Plan 8910164 NE 26-22-29-W4: Road Plan 8910164

72nd Street SE:

North / South Government Road Allowance west of SW 35-22-29-W4 North / South Government Road Allowance west of NW 26-22-29-W4 SW 35-22-29-W4: Road Plan 7510117 NW 26-22-29-W4: Road Plan 7510117

84th Street SE:

SE 1-23-29-W4: Road Plan 731231

Within Transportation / Utility Corridor Right of Way Plan 0212503

84th Street SE:

North / South Government Road Allowance west of NW 25-22-29-W4 NE 26-22-29-W4: Road Plan 7410459 NW 25-22-29-W4: Road Plan 7410459

Within Transportation / Utility Corridor right of Way Plan 0312762

146th Avenue SE:

East / West Government Road Allowance north of N ½ 35-22-29-W4

84th Street SE:

North / South Government Road Allowance west of SW 6-23-28-W4

Within Transportation / Utility Corridor Right of Way Plan 0710614

Highway 22X / Marquis of Lorne Trail:

SE 35-22-29-W4: Road Plan 8910154 SE 35-22-29-W4: Road Plan 8910164 NE 26-22-29-W4: Road Plan 8910164 SW 36-22-29-W4: Road Plan 8910154 SW 36-22-29-W4: Road Plan 8910164 NW 25-22-29-W4: Road Plan 8910164

88th Street SE:

North / South Government Road Allowance west of NW 25-22-29-W4 NE 26-22-29-W4: Road Plan 7410459 NW 25-22-29-W4: Road Plan 7410459

Within Transportation / Utility Corridor Right of Way Plan 8910935

Highway 22X / Marquis of Lorne Trail:

SE 34-22-29-W4: Road Plan 7510852 NE 27-22-29-W4: Road Plan 7510117 NW 27-22-29-W4: Road Plan 7510852 N ½ 28-22-29-W4: Road Plan 7510117

56th Street SE:

North / South Government Road Allowance west of NW 27-22-29-W4

Deerfoot Trail SE:

North / South Government Road Allowance west of NW 28-22-29-W4 North / South Government Road Allowance west of SW 28-22-29-W4

North of Transportation / Utility Corridor Right of Way Plan 8910935

52nd Street SE:

SW 34-22-29-W4: Road Plan 0310606

Within Transportation / Utility Corridor Right of Way Plan 8910947

Highway 22X / Marquis of Lorne Trail:

E ½ 29-22-29-W4: Road Plan 9112482 E ½ 29-22-29-W4: Road Plan 7510117 SW 29-22-29-W4: Road Plan 7510117

Portion of North / South Government Road Allowance west of SW 29-22-29-W4

SE Fractional 30-22-29-W4: Road Plan 7510117

Portion of North / South Government Road Allowance west of SE Fractional 30-22-29-W4

S ½ 25-22-1-W5: Portions of Road Plan 7510239

NW 24-22-1-W5: Road Plan 7510239

178th Avenue SE:

Portions of East / West Government Road Allowance north of NW 24-22-1-W5

North of Transportation / Utility Corridor Right of Way 8910947

McKenzie Lake Boulevard SE:

Portion of W 1/2 29-22-29-W4: Subdivision Plan 8110325

Within Transportation / Utility Corridor Right of Way Plan 8910269

Highway 22X / Marquis of Lorne Trail:

S ½ 26-22-1-W5: Road Plan 8211256 N ½ 23-22-1-W5: Road Plan 8211256

Highway 22X / Marquis of Lorne Trail and Macleod Trail Interchange:

SW 26-22-1-W5: Road Plan 9011267 NW 23-22-1-W5: Road Plan 9011267 SE 27-22-1-W5: Road Plan 9011267 NE 22-22-1-W5: Road Plan 9011267

Deerfoot Trail Right of Way Outside of the Transportation / Utility Corridor

Portion of North / South Road Allowance west of SW 33-22-29-W4 Portion of North / South Road Allowance west of NW 28-22-29-W4 SW

33-22-29-W4: Road Plan 0012496 NW 28-22-29-W4: Road Plan 0012496 SE 32-22-29W4: Road Plan 8311428 SW 33-22-29-W4: Road Plan 8311428 NW 28-22-29-W4: Road Plan 8311428

NE 29-22-29-W4: Road Plan 8311428

SW 28-22-29-W4: Road Plan 0113654 NW 21-22-29-W4: Road Plan 0113654

S ½ 21-22-29-W4: Road Plan 0113654

N ½ 16-22-29-W4: Road Plan 0113654

S ½ 16-22-29-W4: Road Plan 0113654

APPENDIX A (Section 1.1 – "Identified Encumbrances" (b)(i))

Province File	Grantee/Lessee	Description	Location	Status
918H-01-A (this encumbrance is also registered against title at the South Alberta Land Registration District as Instrument Number 821 182 320)	NAL Resources (former lessees were Tri Link Resources Ltd. then National Fuel Corp. then Seneca Energy Canada Inc. then NAL Resources)	Well Site and Access Road Lease	NE 35-22-29-W4	Lease for well site to remain within roadway and utility components.
929Q-01-A	Alberta Tourism, Parks and Recreation	Agreement for McKenzie Meadows Golf Course Access Road and Boat Launch (Memorandum of Understanding ("MOU") between Alberta Public Works, Supply and Services and Alberta Environmental Protection dated June 2, 1994 as amended by a MOU Amending Agreement between Alberta Infrastructure and Alberta Tourism, Parks and Recreation dated October 26, 2009)	SW 29 & SE 30-22-29- W4, NE 24 & SE 25-22-1- W5	Located within roadway and utility components; not scheduled for termination. Affected land area amended by MOU Amending Agreement.

Province File	Grantee/Lessee	Description	Location	Status
942H-01-A	ATCO Gas and Pipelines Ltd.	Regulator/valves and Access Road Lease	NW 23-22-1-W5	The lease is currently being amended to remove the access road component. The lease for the regulator/valve will remain within the utility component. This item of Appendix A will be updated by future Addendum as developments occur.
946J-01-A	Bell Mobility	Telecommunications Tower Lease	E ½ 35-22-29-W4	Cell tower located within utility components; access road located within roadway and utility components. Not scheduled for termination.
946E-01-A	The City of Calgary	Off Leash Area	NW 27-22-29-W4 and NE 28-22-29-W4	Located within utility and roadway components. Will be future LRT right-of-way; not scheduled for termination.
946W-01-A	Rogers Communications	Co-locate on Bell Tower Lease	E ½ 35-22-29-W4	Cell tower located within utility components; access road located within roadway and utility components. Not scheduled for termination.
MCC88-0037	TELUS Communications Ltd.	Utility Right of Way - Telecommunications Line	S ½ 29-22-29W4	
MCC97-0022	The City of Calgary	Utility Right of Way – Shepard Storm Water Channel	NE 12-23-29-W4, E ½ 13-23-29-W4, and E ½ 24-23-29-W4	Any costs recoverable for The City of Calgary under this Ministerial Consent or the resulting Utility Right of Way Agreement in respect of the construction of the New Infrastructure shall be dealt with by the Province and shall be to the credit of the Province. The Contractor shall not be entitled to such recoverable costs.
MCC98-0043	TELUS Communications	Utility Right of Way - Telecommunications Line	SE 29-22-29-W4	

Province File	Grantee/Lessee	Description	Location	Status
MCC03-0018	ATCO Gas	License Agreement – Natural Gas Pipeline	NE 12-24-29-W4 and S ½ 13-24-29-W4	ATCO responsible for relocation costs associated with construction of the 17 Avenue SE Interchange.
MCC04-0062	The City of Calgary	Utility Right of Way and License Agreements – Highway 22X Upgrades and Storm Ponds	N ½ 24-22-1-W5, S ½ 25-22-1-W5, and S ½ 30-22-29-W4	
MCC05-0070	The City of Calgary	License Agreement – Storm water ditch crossing Peigan Trail	W½ 1-24-29-W4	Any costs recoverable for The City of Calgary under this Ministerial Consent or the resulting Utility Right of Way Agreement in respect of the construction of the New Infrastructure shall be dealt with by the Province and shall be to the credit of the Province. The Contractor shall not be entitled to such recoverable costs.
MCC06-0001	Hopewell Homesteads Inc.	Utility Right of Way Agreement – Sewer and Water Mains	N ½ 28-22-29-W4	
MCC06-0002	Carma Developers LP	Utility Right of Way Agreement – Water Main, Sanitary and Storm Sewer Crossing	N ½ 28-22-29-W4	
MCC07-008	ATCO Gas	Utility Right of Way Agreement – Natural Gas Pipeline	N ½ 27 and SW 34-22-29-W4	
MCC07-0018	Carma Developers LP	Utility Right of Way Agreement – Sanitary Sewer	NE 28-22-29-W4	
MCC07-0025	ENMAX Envision Inc.	Utility Right of Way Agreement – Fibre Optic Cable	26, 27, 28 and 35-22- 29-W4, 1-23-29-W4	
MCC07-033	Town of Strathmore	Lease Agreement – Chlorine Analyzer Building for East Calgary Regional Waterline	SE 1-24-29-W4	

Province File	Grantee/Lessee	Description	Location	Status
MCC07-0040	The City of Calgary	Utility Right of Way Agreement – Storm Sewer	S ½ and NE 1-23-29- W4	Any costs recoverable for The City of Calgary under this Ministerial Consent or the resulting Utility Right of Way Agreement in respect of the construction of the New Infrastructure shall be dealt with by the Province and shall be to the credit of the Province. The Contractor shall not be entitled to such recoverable costs.
MCC07-0044	ATCO Gas	Utility Right of Way Agreement – 42mm natural gas pipeline	SE 13-24-29-W4 and closed 9 Avenue SE road allowance	
MCC08-0024	ENMAX Power Corporation	Utility Right of Way Agreement – 25kV underground Power Line	28-22-29-W4	
MCC08-0039	The City of Calgary	Utility Right of Way Agreement – Storm Sewer	NW 27 and NE 28-22-29-W4	
MCC08-0056	The City of Calgary	Utility Right of Way Agreement - 1200mm Water Line	NE 22 and SE 27-22-1- W5	Located within roadway and utility components; not scheduled for termination.
MCC09- 0004B	ATCO Gas and Pipelines Ltd.	Utility Right of Way Agreement - gas pipeline	Portions of SE 29, 28 and N ½ 27-22-29-W4	
MCC09-0009	ATCO Gas and Pipelines Ltd.	Utility Right of Way Agreement and License Agreement - 219 mm High Pressure Natural Gas Pipeline	SE 36-23-29-W4	Construction and Agreements pending.
MCC09-0017	Carma Developers L.P.	New Brighton Storm Sewer tie to 130 Avenue SE Storm Sewer	SW 1-23-29-W4	License agreement pending.
MCC09- 0041A	The City of Calgary	Mahogany Storm Trunk	NW 25-22-29-W4 and NE 26-22-29-W4	

Province File	Grantee/Lessee	Description	Location	Status
MCC09-0054	The City of Calgary	Forest Lawn Creek Diversion to Shepard Underdrain	N1/2 24-23-29-W4	
N/A	The City of Calgary	Access and Maintenance Agreement dated November 21, 1991 and Addendum dated April 7, 1993 thereto	As specified in Schedules A to both the Agreement and Addendum thereto	N/A
N/A	The Board of Directors of the Western Irrigation District	Irrigation Agreement Dated May 31, 1977	As specified in the Schedule to the Agreement	N/A

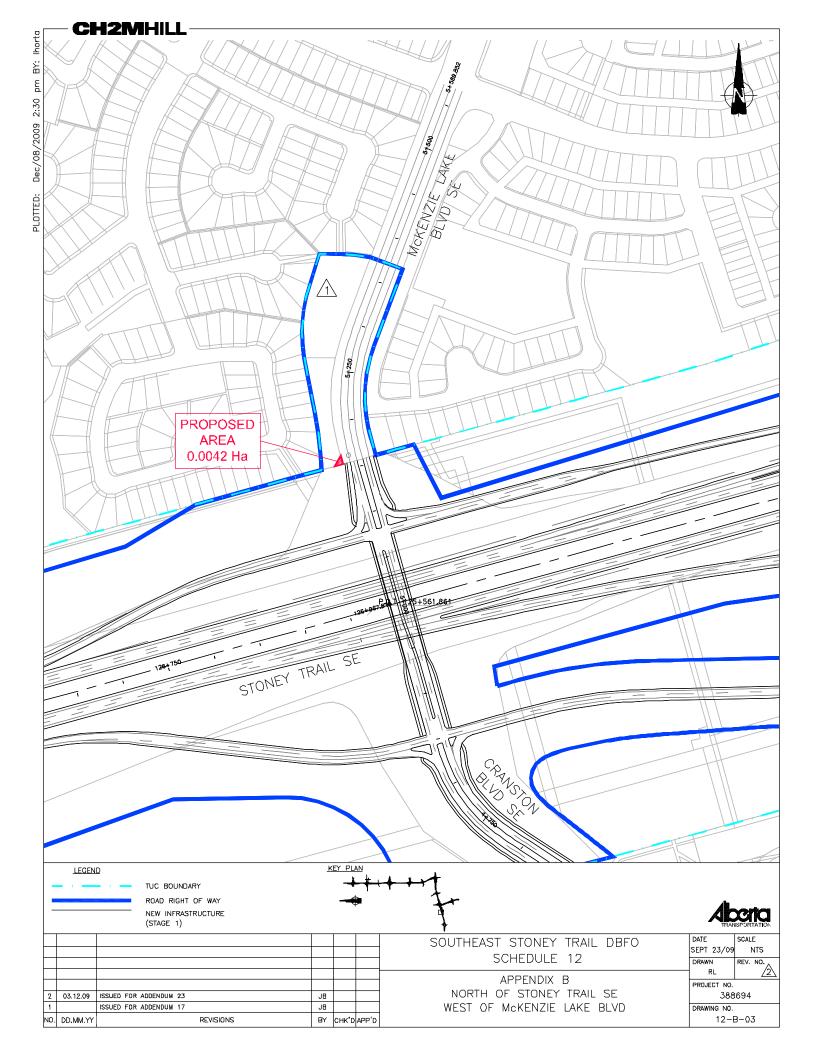
APPENDIX B LANDS TO BE PARTIALLY ACQUIRED BY THE PROVINCE

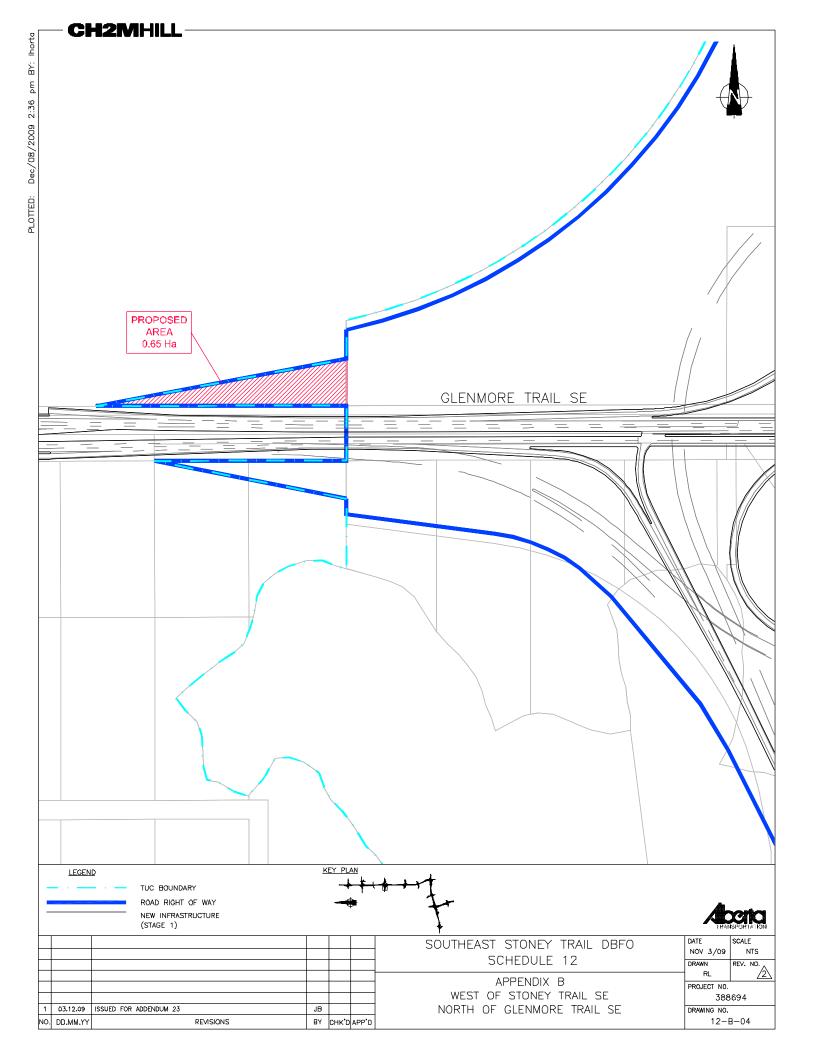
Sheet 1 - 12-B-01 – Intentionally Deleted;

Sheet 2 - 12-B-02 – Intentionally Deleted;

Sheet 3 – 12-B-03 – North of Stoney Trail SE West of McKenzie Lake Blvd.

Sheet 4 – 12-B-04 – West of Stoney Trail SE North of Glenmore Trail SE

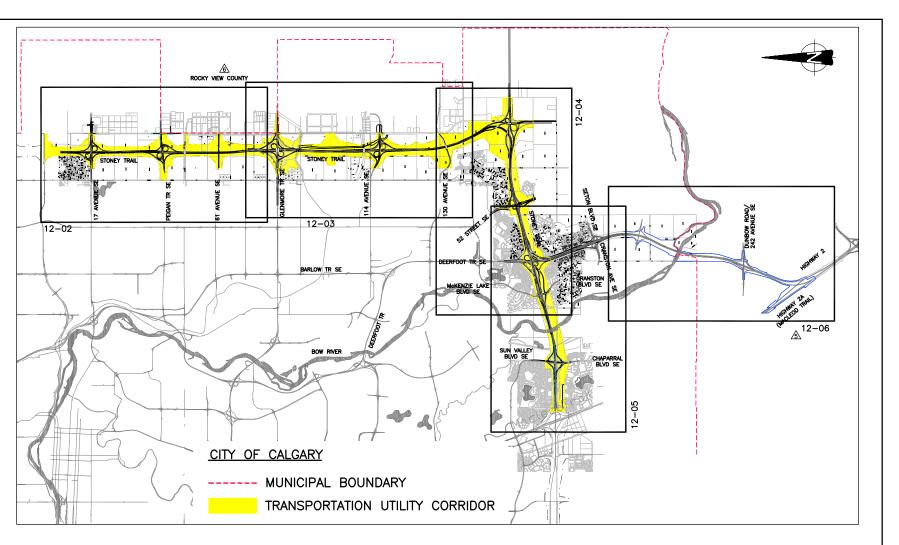




Schedule 12 Drawings 12-01 to 12-06

12-01	Cover Sheet
12-02	North of 17 Avenue SE to South of 61 Avenue SE
12-03	North of Glenmore TR SE to South of 130 Avenue SE
12-04	East of Highway 22X Junction to West of McKenzie Lake Blvd SE
12-05	East of Deerfoot Trail SE to West of Sun Valley Blvd SE
12-06	South of 196 Avenue SE to North of Highway 552

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1.5% 1.5%	DRAWING LIST		
TRAIL TRAIL	12-01 - COVER SHEET		
10/75/11 191	10.00	TUC & ROAD RIGHT OF WAY	
SOUTHEAST STONE SCHEDULE 12 DR COVER SHEE	12-02 -	NORTH OF 17 AVE SE TO SOUTH OF 61 AVE SE	
COVER COVER	12-03 -	NORTH OF GLENMORE TR SE TO SOUTH OF 130 AVE SE	
	12-04 -	EAST OF HIGHWAY 22X JUNCTION TO WEST OF McKENZIE LAKE BLVD SE	
) Sx	12-05 -	EAST OF DEERFOOT TRAIL SE TO WEST OF SUN VALLEY BLVD SE	
	12-06 -	SOUTH OF 196 AVENUE SE TO NORTH OF HIGHWAY 552 🛕	
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SOUTHEAST STONEY TRAIL
DESIGN, BUILD, FINANCE AND OPERATE
CALGARY, ALBERTA, CANADA

SCHEDULE 12
DRAWINGS
ISSUED FOR NOVEMBER 6, 2009
DRAFT



CH2MHILL

