

SCHEDULE 13

NEW INFRASTRUCTURE

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 Northeast Anthony Henday Drive, Edmonton (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 and 1.3 of the DBFO Agreement.

2. NEW INFRASTRUCTURE

2.1 General Description

This work includes the design and construction of approximately 27 kilometres of a new 6- and 8- lane divided freeway (and related appurtenances such as drainage works, street lighting, traffic signals, signage and roadside barriers) on Anthony Henday Drive from Manning Drive (Highway 15) to Whitemud Drive (east), and Highway 16 (Yellowhead Trail) from east of the North Saskatchewan River to east of the Sherwood Drive interchange, and on Sherwood Park Freeway from Anthony Henday Drive to 34 Street.

The New Infrastructure is located within the Project Limits (as defined in Schedule 18) but is not limited to being exclusively within the TUC. The Anthony Henday Drive alignment is within the TUC, whereas the Highway 16 and Sherwood Park Freeway alignments are within provincial road right-of-way boundaries. Unless otherwise specified, the Project Limits will be the boundary of the TUC or provincial road right-of-way boundary, except where the New Infrastructure must extend beyond the boundary of the TUC or provincial road right-of-way boundary to tie into the adjacent existing roadways, in which case the New Infrastructure located outside of the TUC or provincial road right-of-way boundary will be considered within the Project Limits. Additional construction undertaken by the Contractor beyond the Project Limits shall be considered as part of the New Infrastructure, unless designated a Service Road.

Other components of the New Infrastructure include:

Anthony Henday Drive interchanges, flyovers and river crossings at the following

SCHEDULE 13 - DBFO AGREEMENT EXECUTION VERSION

locations:

- Manning Drive (partially constructed as part of the northwest Anthony Henday Drive project);
- 18 Street / Victoria Trail;
- 153 Avenue;
- North Saskatchewan River;
- 130 Avenue;
- Yellowhead Trail;
- Petroleum Way;
- Baseline Road;
- Sherwood Park Freeway; and
- Whitemud Drive SB-WB ramp widening.

Highway 16 interchanges at the following locations:

- 17 Street NW / Hayter Road;
- Broadmoor Boulevard;
- Sherwood Drive; and
- Clover Bar Road ramp modification.

Sherwood Park Freeway interchange with 17 Street NW.

Railway grade separations at the following locations:

- Canadian National Railway Company (“**CNR**”) Mile 0.85 Coronado Subdivision;
- CNR Mile 123.50 Vegreville Subdivision;
- CNR Mile 259.21 Wainwright Subdivision (Clover Bar Yard)/Canadian Pacific Railway Company (“**CPR**”) Mile 1.51 Meridian Spur off CPR Mile 163.40 Scotford Subdivision; and
- CPR Miles 164.59, 164.65, 164.70, 165.13 and 165.18 Willingdon Subdivision.

In addition, existing roadways, existing grading, and related appurtenances (such as drainage works, lighting, and signage) located within the Project Limits (as defined in Schedule 18) shall form part of the New Infrastructure. This includes but is not limited to:

- The portion of Anthony Henday Drive from 34 Avenue to Yellowhead Trail;
- The portion of Yellowhead Trail from east of the North Saskatchewan River to east of the Sherwood Drive interchange;
- The portion of Sherwood Park Freeway from 34 Street NW to Anthony Henday Drive;
- Baseline Road;
- Whitemud Drive; and
- Broadmoor Boulevard.

SCHEDULE 13 - DBFO AGREEMENT EXECUTION VERSION

2.2 Specific Description

The New Infrastructure is as specified in the design reports and design drawings, which may be amended from time to time in accordance with the DBFO Agreement, attached as Appendices 1 and 2, respectively, to Schedule 3 (Contractor's Designs) to the DBFO Agreement. Given that the Service Roads are not part of the New Infrastructure, the infrastructure set out in the design drawings and design reports relative to the Service Roads, does not comprise the New Infrastructure.

3. SPECIFIC DESCRIPTION PREVAILS OVER GENERAL DESCRIPTION

In the event of any inconsistency between the General Description of the New Infrastructure at Section 2.1, above, and the Specific Description of the New Infrastructure at Section 2.2, above, the Specific Description, as may be amended from time to time in accordance with the DBFO Agreement, shall govern.