

**THE CITY OF EDMONTON**

**PROJECT AGREEMENT  
VALLEY LINE WEST LRT**

***Schedule 24  
Project Co's Ownership Information***

**SCHEDULE 24**

**PROJECT CO'S OWNERSHIP INFORMATION**

**1. Project Co**

<b>Name and Address:</b>	[REDACTED]
<b>Jurisdiction of Formation:</b>	Alberta
<b>Date of Formation:</b>	November 18, 2020
<b>Registration Number:</b>	[REDACTED]
<b>General Partner Name:</b>	[REDACTED]
<b>Limited Partner Name:</b>	[REDACTED]
<b>Limited Partner Name:</b>	[REDACTED]

<b>Executive Committee:</b>	
Name:	Address:
N/A	N/A

<b>Executive Management Committee:</b>		
<b>Designated Officers:</b>		
Name:	Address:	Office:
N/A	N/A	N/A

**Authorized and issued partnership units:** 2 General Partner Units and 19,998 Limited Partner Units

Name and address of registered holder:	Percentage and class of units held:
[REDACTED]	0.01% – General Partner Units
[REDACTED]	49.995% - Limited Partner Units
[REDACTED]	49.995% - Limited Partner Units

**Other outstanding securities (including description of type of securities and amount):**

N/A

**2. General Partner**

<b>Name and Address:</b>	[REDACTED]
<b>Jurisdiction of Incorporation:</b>	Alberta
<b>Date of Incorporation:</b>	November 17, 2020
<b>Corporation Number:</b>	[REDACTED]

Directors:	
Name:	Address:
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

Officers:		
Name:	Address:	Office:
N/A	N/A	N/A

**Authorized and issued share capital:** 100 Common Shares

Name and address of registered holder	Number and class of shares held	Amount paid up
[REDACTED]	50 Common Shares	\$50.00
[REDACTED]	50 Common Shares	\$50.00

**Subsidiaries:** N/A

**Other outstanding equity securities (including description of type of securities, name and address of holder and amount):**

N/A

**Summary of any constitutional, contractual or other special voting rights, restrictions or similar matters relevant to the control of Project Co:**

Pursuant to the amended and restated limited partnership agreement between the General Partner and Limited Partners dated December 18, 2020 (the “LPA”), the management, operation and policy of Project Co is vested exclusively in the General Partner, except as follows. Any “Major Decisions” (as defined in the LPA) requires approval of the Limited Partners representing at least 85% of the total partnership percentage interests held by all Limited Partners. The term “Major Decisions” includes standard matters requiring super majority approval, including any (i) change in the jurisdiction of formation of Project Co; (ii) merger, consolidation or combination of Project Co; and (iii) change to the tax status of Project Co.

Certain decisions require unanimous approval of the Limited Partners, including but not limited to (a) approval of any subsequent amendment to the financial model that triggers additional contributions to be made by a Limited Partner; (b) any redemption or repurchase by Project Co of any partnership interests or other capital reorganization; (c) the admission of any additional limited partner to Project Co; (d) any amendment to the LPA; (e) dissolution or winding-up of Project Co; (f) removing or replacing the General Partner; and (g) any transfer of partnership interests other than in accordance with the LPA.

**3. Limited Partner**

<b>Name and Address:</b>	[REDACTED]
<b>Jurisdiction of Incorporation:</b>	Alberta
<b>Date of Incorporation:</b>	November 13, 2020
<b>Corporation Number:</b>	[REDACTED]

<b>Directors:</b>	
<b>Name:</b>	<b>Address:</b>
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

<b>Officers:</b>		
<b>Name:</b>	<b>Address:</b>	<b>Office:</b>
N/A	N/A	N/A

**Authorized and issued share capital:** 1,000 Common Shares

Name and address of registered holder	Number and class of shares held	Amount paid up
[REDACTED]	1,000 Common Shares	\$150.00

**4. Limited Partner**

<b>Name and Address:</b>	[REDACTED]
<b>Jurisdiction of Incorporation:</b>	Alberta
<b>Date of Incorporation:</b>	November 17, 2020
<b>Corporation Number:</b>	[REDACTED]

<b>Directors:</b>	
<b>Name:</b>	<b>Address:</b>
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

<b>Officers:</b>		
<b>Name:</b>	<b>Address:</b>	<b>Office:</b>
N/A	N/A	N/A

**Authorized and issued share capital: 100 Common Shares**

Name and address of registered holder	Number and class of shares held	Amount paid up
[REDACTED]	40 Common Shares	\$60.00
[REDACTED]	20 Common Shares	\$30.00
[REDACTED]	40 Common Shares	\$60.00