

CLOSING AGENDA

[Purchaser Co]

Purchase of 100% undivided interest in

**[Civic Address], Nova Scotia
(hereinafter the "Property")**

From

[Vendor Co]

DATE, TIME AND PLACE:

Closing Date:

Place:

PARTIES

Party:

Represented By:

Capitalized terms used herein and not otherwise defined shall have the meanings assigned to them in the Agreement of Purchase and Sale dated _____ (as amended, the "**APA**") between the Vendor and the Purchaser

	<u>Document</u>	<u>Responsibility</u>	<u>Executed By</u>	<u>Delivered To</u>	<u>Status</u>
PRE-CLOSING					
1.	The APA				
2.	First Deposit of \$*				
3.	Due Diligence Date and Requisition Date Completion of due diligence: a. PPSA Searches against Vendor Co b. Bankruptcy Searches against Vender Co c. Workers Comp against Vendor Co d. Labour Standards against Vendor Co e. CRA Against Vendor Co f. Environmental Registry/FOIPOP g. Zoning Certificate for the Property h. Tax Certificate for the Property i. Judgment Search against Vendor Co j. Title Review of Property				
4.	Environmental Condition Date (*)				
5.	First Amending Agreement				
6.	Second Deposit of (*)				
7.	Second Amending Agreement				
8.	Third Deposit of (*)				
9.	Draft statement of adjustments <i>To be delivered 3 business days prior to Closing</i>				
10.	Delivery by Vendor of Executed Estoppel Certificates from Tenants by the Closing Date				

	<u>Document</u>	<u>Responsibility</u>	<u>Executed By</u>	<u>Delivered To</u>	<u>Status</u>
CLOSING DOCUMENTS					
A. Purchase and Sale					
11.	Registrable warranty deed				
12.	Assignment of Contracts				
13.	Bill of sale				
14.	Assignment of Permitted Encumbrances				
15.	Assignment of Leases				
16.	Assignment of Warranties				
17.	Notice to Tenants				
18.	Mutual Undertaking to Adjust				
19.	Assignment of Intellectual Property, if required				
20.	Direction to Pay				
21.	Bring Down Certificate of the Vendor				
22.	Bring Down Certificate of the Purchaser				
23.	Direction re: title, if necessary				
24.	Purchaser's HST Certificate				
25.	Payment of the Balance due on Closing by the Purchaser				
26.	Delivery of all post-dated cheques (endorsed to the Purchaser), original copies of leases and contracts, master keys, and other operational items				
27.	Vendor's counsel Undertaking to amend and discharge liens, as necessary.				
28.	Warranty Deed				
29.	Payment of Deed Transfer Tax contemporaneous with registration of Warranty Deed for the Property				
POST CLOSING					
30.	Notification re change of ownership in respect of the Property to Tenants				
31.	Release of Debenture registered as Document No. _____ registered against the Property in favour of _____				