

ORIGINAL

Contract No.: CC44210001A  
Amendment No.: 013



## MODIFICATION AGREEMENT

BETWEEN

HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF BRITISH COLUMBIA, represented by

**Minister of International Trade and Minister Responsible for Asia Pacific  
Strategy and Multiculturalism**

(the "Province", "we", "us", or "our", as applicable)

AND

**Keemax Asia Ltd.**

s22

(the "Contractor" "you" or "your" as applicable)

### BACKGROUND

A. The parties entered into an agreement, **Contract CC44210001A**, Amendment No. 012 dated January 9, 2013 to continue the provision of In-Market Representation for trade promotion and investment attraction related services in East China (Shanghai).

B. The parties have agreed to modify the Agreement.

### AGREEMENT

The parties agree as follows, effective January 1, 2014:

#### **Schedule B – Fees and Expenses:**

- (1) Terms of Service Contract

##### ARTICLE 1 - Interpretation

**REPLACE** Article 1.1 a) with the following:

*"Ministry" means the Province as represented by the Minister of International Trade and Minister Responsible for Asia Pacific Strategy and Multiculturalism"*

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(2) **ADD** the following Table:

**TABLE B-2-B2014: One-time Adjustment - Budget Available to Reimburse for Expenses (Operations and Programming) and Reimburse Office Fit-Out and Renovations (FISCAL 2013/2014 ONLY)**

EXPENSE TYPE	PROCESS	REIMBURSEMENT BY PERIOD	TOTAL – MAXIMUM IN YEAR in CAD.
Office Operations – Program – Accountable	n/a	Prior to Fiscal Year End	\$ 80,000.00
Previous Office Space Fit-Out – as per tenant agreement	Reinstatement /Restoration of Office Space	Pre-approval by Ministry is required for expenditures related to these services	\$ 300,000.00
New Space - Renovations	Design Fees, Materials and Construction Charges		
Adjustment FY 13/14	Maximum Reimbursable in Year		\$ 380,000.00 CAD

(3) **ADD** the following Table:

**TABLE B-4-A-F2014: One-Time Adjustment to Budget for Office Lease / Rental Charges due to Foreign Exchange Losses. (FISCAL 2013/2014 ONLY)**

EXPENSE TYPE	PROCESS	REIMBURSEMENT BY PERIOD	TOTAL – MAXIMUM IN YEAR in CAD.
Office Space Lease Foreign Exchange Losses	As per Table B-4-A	Prior to Fiscal Year End	\$ 10,000.00
Adjustment FY13/14	Maximum Reimbursable in Year		\$ 10,000.00 CAD

(4) **ADD** the following Table:

**TABLE B-5-F2014 Adjusted Annual Budget for Fees and Expenses (Fiscal 2013/2014 ONLY)**

MAXIMUM PAYABLE/REIMBURSABLE UNDER CONTRACT IN FISCAL YEAR 2011/3/2014	CAD \$ 1,565,615.00
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(5) In all other respects, the Agreement is confirmed.

SIGNED AND DELIVERED on the 12<sup>th</sup> day of February, 2014 on behalf of the Province by its duly authorized representative:

Signature

Ramona Soares  
Ramona Soares, Assistant Deputy Minister

Print Name: International Trade and Investment Attraction Division

SIGNED AND DELIVERED on the 5 day of February, 2014 by or on behalf of the Contractor (or by its authorized signatory or signatories if the Contractor is a corporation):

Signature

John McDonald

Print Name

John McDonald



## MODIFICATION AGREEMENT

BETWEEN

HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF BRITISH COLUMBIA, represented by

**Minister of International Trade and Minister Responsible for Asia Pacific  
Strategy and Multiculturalism**

(the "Province", "we", "us", or "our", as applicable)

AND

**Keemax Asia Ltd.**

s22

(the "Contractor" "you" or "your" as applicable)

### BACKGROUND

A. The parties entered into an agreement, **Contract CC44210001A**, Amendment No. 013 dated February 12, 2014 to continue the provision of In-Market Representation for trade promotion and investment attraction related services in East China.

B. The parties have agreed to modify the Agreement.

### AGREEMENT

The parties agree as follows:

### Schedule B – Fees and Expenses:

(1) **ADD** the following Table:

**TABLE B-2-A-F2014: One-time Adjustment - Budget Available to Reimburse for Expenses  
(Approved Staff and Subcontractors) (FISCAL 2013/2014 ONLY)**

EXPENSE TYPE	PROCESS	REIMBURSEMENT BY PERIOD	TOTAL – MAXIMUM IN YEAR in CAD.
Expenses Representative Services	n/a	Prior to Fiscal Year End	
Staff and Sub-Contractors Accountable – Severance Liabilities		s17	s17
Adjustment FY 13/14	Maximum Reimbursable		s17



- (2) **REPLACE** Table B-2-B2014 (Amendment No. 013) with the following:

**TABLE B-2-B2014: One-time Adjustment - Budget Available to Reimburse for Expenses (Operations and Programming) (FISCAL 2013/2014 ONLY)**

EXPENSE TYPE	PROCESS	REIMBURSEMENT BY PERIOD	TOTAL - MAXIMUM IN YEAR in CAD.
Office Operations - Program - Accountable	n/a	Prior to Fiscal Year End	\$ 80,000.00
Adjustment FY 13/14	Maximum Reimbursable in Year		\$ 80,000.00 CAD

- (3) **REPLACE** Table B-4-A-F2014 (Amendment No. 013) with the following Table:

**TABLE B-4-A-F2014: One-Time Adjustment to Budget for Office Lease / Rental Charges due to Foreign Exchange Losses. (FISCAL 2013/2014 ONLY)**

EXPENSE TYPE	PROCESS	REIMBURSEMENT BY PERIOD	TOTAL - MAXIMUM IN YEAR in CAD.
Office Space Lease Foreign Exchange Losses	As per Table B-4-A	Prior to Fiscal Year End	\$ 13,300.00
Adjustment FY13/14	Maximum Reimbursable in Year		\$ 13,300.00 CAD

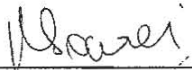
- (3) **REPLACE** Table B-5-F2014 (Amendment No. 013) with the following Table:

**TABLE B-5-F2014 Adjusted Annual Budget for Fees and Expenses (Fiscal 2013/2014 ONLY)**

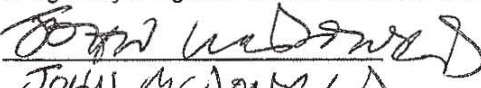
MAXIMUM PAYABLE/REIMBURSABLE UNDER CONTRACT IN FISCAL YEAR 2013/2014	CAD \$ 1,338,915.00
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- (4) In all other respects, the Agreement is confirmed.

SIGNED AND DELIVERED on the 13th day of March, 2014 on behalf of the Province by its duly authorized representative:

Signature:   
Print Name: Ramona Soares, Assistant Deputy Minister  
International Business Development Division

SIGNED AND DELIVERED on the 10 day of March, 2014 by or on behalf of the Contractor (or by its authorized signatory or signatories if the Contractor is a corporation):

Signature:   
Print Name: JOHN MCJANNET