

AMENDMENT AGREEMENT No. 3

THIS AMENDMENT AGREEMENT is made as of Dec 12, 2019

BETWEEN

HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF BRITISH COLUMBIA, as represented by the Minister of Public Safety and Solicitor General

(the "**Province**")

AND

COMPASS GROUP CANADA LTD., a company organized under the laws of Canada

(**"Compass"**)

WHEREAS:

- A. The Province and Compass entered into a Services Agreement dated as of the 1st day of April, 2015 (the "**Agreement**") and amended the Agreement with Amendment Agreement #1 dated June 22, 2015, and Amendment Agreement #2 dated July 1, 2018.
- B. The parties have agreed to amend the Agreement on the terms set out in this Amending Agreement No. 3 (the "**Amendment Agreement**").

NOW THEREFORE THIS AMENDMENT AGREEMENT WITNESSES that in consideration of the sum of Ten Dollars and other valuable consideration (the receipt and sufficiency of which is hereby acknowledged by each party), the Province and Compass agree as follows, effective as of 12:01 am on the date first written above (the "**Effective Date**").

- 1. Unless otherwise stated in this Amendment Agreement, capitalized terms have the meanings given to those terms in the Agreement.
- 2. In Schedule E (*Schedule of Payments*), the chart in paragraph 10, which was replaced in Amendment Agreement #1, is deleted and replaced with the following:

"Notwithstanding any other provision of this Agreement, the Province's obligation to pay the Service Provider for Food Services (including, for greater certainty, wages, benefits and per-meal costs) is limited to the maximum amounts shown on the following table (the maximums apply on the "Totals" only and the "Correctional Centre-by-Correctional Centre" rows are for reference only):"

CENTRES	FY16	FY17	FY18	FY19	FY20	TOTALS
ACCW	567,537	564,637	555,951	496,941	522,240	2,707,307
FMCC	369,925	363,810	345,359	340,938	331,684	1,751,716
FRCC	1,538,021	1,615,524	1,403,416	1,289,622	1,234,423	7,081,007
KRCC	913,873	910,538	818,787	835,149	905,760	4,384,106
NCC	685,516	706,757	745,116	657,866	591,600	3,386,856
NFPC	1,932,086	2,027,481	1,868,147	1,852,672	1,849,347	9,529,732
OCC	-	191,832	1,374,116	1,542,476	1,546,876	4,655,300
PGRCC	959,772	972,535	963,760	911,883	1,245,766	5,053,716
SPSC	1,759,925	2,016,801	1,921,655	1,864,450	1,938,000	9,500,831
VIRCC	991,532	1,022,577	1,001,069	988,859	1,046,260	5,050,297
TOTALS	9,718,189	10,392,492	10,997,375	10,780,856	11,211,955	53,100,867

3. Except as specifically provided herein, the terms and conditions of the Agreement are confirmed and continue in full force and effect.
4. This Amendment Agreement may be executed by the parties in any number of counterparts, each of which when delivered will be deemed to be an original and all of which together will constitute one and the same document. Delivery of an executed signature page of this Amendment Agreement by facsimile transmission, or by any other method agreed to by the parties, will be effective to the same extent as if such party had delivered a manually executed counterpart.

IN WITNESS WHEREOF the parties have duly executed this Amendment Agreement.

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

Minister of Public Safety and Solicitor General or the Minister's authorized representative



Name: Elenore Arend

Title: ADM

COMPASS GROUP CANADA LTD.

Per:



Name: Ian Baskerville

Title: SVP & General Counsel

**CGC
LAW**

AMENDMENT AGREEMENT No. 4

THIS AMENDMENT AGREEMENT is made as of March 30, 2021.

BETWEEN

HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF BRITISH COLUMBIA, as represented by the Minister of Public Safety and Solicitor General

(the “**Province**”)

AND

COMPASS GROUP CANADA LTD., a company organized under the laws of Canada

(“**Compass**”)

WHEREAS:

- A. The Province and Compass entered into a Services Agreement dated as of the 1st day of April, 2015 (the “**Agreement**”) and amended the Agreement with Amendment Agreement #1 dated June 22, 2015, Amendment Agreement #2 dated July 1, 2018, and Amending Agreement No. 3 dated December 12, 2019.
- B. The Province and Compass entered into a Renewal Agreement dated March 13, 2020 (the “**Renewal Agreement**”).
- C. The parties have agreed to amend the Agreement and Renewal Agreement on the terms set out in this Amending Agreement No. 4 (the “**Amendment Agreement**”).

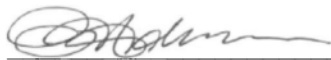
NOW THEREFORE THIS AMENDMENT AGREEMENT WITNESSES that in consideration of the sum of Ten Dollars and other valuable consideration (the receipt and sufficiency of which is hereby acknowledged by each party), the Province and Compass agree as follows, effective as of 12:01 am on the date first written above (the “**Effective Date**”).

- 1. Unless otherwise stated in this Amendment Agreement, capitalized terms have the meanings given to those terms in the Agreement.
- 2. Due to the reduced count resulting from the COVID-19 pandemic, a 3% temporary COVID Surcharge - 3% on all meal costs (meal rates and nutritional supplements) from April 1, 2021 to September 30, 2021 will be applied to meal rates and supplement rates.
- 3. Except as specifically provided herein, the terms and conditions of the Agreement are confirmed and continue in full force and effect.

4. This Amendment Agreement may be executed by the parties in any number of counterparts, each of which when delivered will be deemed to be an original and all of which together will constitute one and the same document. Delivery of an executed signature page of this Amendment Agreement by facsimile transmission, or by any other method agreed to by the parties, will be effective to the same extent as if such party had delivered a manually executed counterpart.

IN WITNESS WHEREOF the parties have duly executed this Amendment Agreement.

**HER MAJESTY THE QUEEN IN RIGHT OF THE
PROVINCE OF BRITISH COLUMBIA**, by the
Minister of Public Safety and Solicitor General or the Minister's authorized representative



Name: Lisa Anderson
Title: Assistant Deputy Minister, BC Corrections

COMPASS GROUP CANADA LTD.

Per:



Name: Ian Baskerville
Title: SVP & General Counsel

AMENDMENT AGREEMENT No. 5

THIS AMENDMENT AGREEMENT is made as of September 10, 2021.

BETWEEN

HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF BRITISH COLUMBIA, as represented by the Minister of Public Safety and Solicitor General

(the "**Province**")

AND

COMPASS GROUP CANADA LTD., a company organized under the laws of Canada

(the "**Compass**")

WHEREAS:

- A. The Province and Compass entered into a Services Agreement dated as of the 1st day of April 2015 (the "**Agreement**") and amended the Agreement with Amendment Agreement #1 dated June 22, 2015, Amendment Agreement #2 dated July 1, 2018, Amending Agreement No. 3 dated December 12, 2019, and Amending Agreement No. 4 dated March 30, 2021.
- B. The Province and Compass entered into a Renewal Agreement dated March 13, 2020 (the "**Renewal Agreement**").
- C. The parties have agreed to amend the Agreement and Renewal Agreement on the terms set out in this Amending Agreement No. 5 (the "**Amendment Agreement**").

NOW THEREFORE THIS AMENDMENT AGREEMENT WITNESSES that in consideration of the sum of Ten Dollars and other valuable consideration (the receipt and sufficiency of which is hereby acknowledged by each party), the Province and Compass agree as follows, effective as of 12:01 am on the date first written above (the "**Effective Date**").

- 1. Unless otherwise stated in this Amendment Agreement, capitalized terms have the meanings given to those terms in the Agreement.
- 2. Due to the reduced count resulting from the COVID-19 pandemic, a 3% temporary COVID Surcharge - 3% on all meal costs (meal rates and nutritional supplements) from October 1, 2021 to March 31, 2022 will be applied to meal rates and supplement rates.

3. Except as specifically provided herein, the terms and conditions of the Agreement are confirmed and continue in full force and effect.
4. This Amendment Agreement may be executed by the parties in any number of counterparts, each of which when delivered will be deemed to be an original and all of which together will constitute one and the same document. Delivery of an executed signature page of this Amendment Agreement by facsimile transmission, or by any other method agreed to by the parties, will be effective to the same extent as if such party had delivered a manually executed counterpart.

IN WITNESS WHEREOF the parties have duly executed this Amendment Agreement.

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

Minister of Public Safety and Solicitor General or the Minister's authorized representative



Name: Lisa Anderson

Title: Assistant Deputy Minister, BC Corrections

COMPASS GROUP CANADA LTD.

Per:



Name: Ian Baskerville

Title: SVP & General Counsel

AMENDMENT AGREEMENT No. 6

THIS AMENDMENT AGREEMENT is made as of December 10, 2021.

BETWEEN

HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF BRITISH COLUMBIA, as represented by the Minister of Public Safety and Solicitor General

(the "**Province**")

AND

COMPASS GROUP CANADA LTD., a company organized under the laws of Canada

(**"Compass"**)

WHEREAS:

- A. The Province and Compass entered into a Services Agreement dated as of the 1st day of April 2015 (the "**Agreement**") and amended the Agreement with Amendment Agreement #1 dated June 22, 2015, Amendment Agreement #2 dated July 1, 2018, Amending Agreement No. 3 dated December 12, 2019, Amending Agreement No. 4 dated March 30, 2021, and Amendment Agreement No. 5 dated September 10, 2021.
- B. The Province and Compass entered into a Renewal Agreement dated March 13, 2020 (the "**Renewal Agreement**").
- C. The parties have agreed to amend the Agreement and Renewal Agreement on the terms set out in this Amending Agreement No. 6 (the "**Amendment Agreement**").

NOW THEREFORE THIS AMENDMENT AGREEMENT WITNESSES that in consideration of the sum of Ten Dollars and other valuable consideration (the receipt and sufficiency of which is hereby acknowledged by each party), the Province and Compass agree as follows, effective as of 12:01 am on the date first written above (the "**Effective Date**").

- 1. Unless otherwise stated in this Amendment Agreement, capitalized terms have the meanings given to those terms in the Agreement.
- 2. Due to a 10% increase in the cost of Kosher meals from the supplier to Compass, the price of Kosher meals will increase from \$14.57 to \$16.03 (10%), effective January 1, 2022.

3. Except as specifically provided herein, the terms and conditions of the Agreement are confirmed and continue in full force and effect.
4. This Amendment Agreement may be executed by the parties in any number of counterparts, each of which when delivered will be deemed to be an original and all of which together will constitute one and the same document. Delivery of an executed signature page of this Amendment Agreement by facsimile transmission, or by any other method agreed to by the parties, will be effective to the same extent as if such party had delivered a manually executed counterpart.

IN WITNESS WHEREOF the parties have duly executed this Amendment Agreement.

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

Minister of Public Safety and Solicitor General or the Minister's authorized representative



Name: Lisa Anderson

Title: Assistant Deputy Minister, BC Corrections

COMPASS GROUP CANADA LTD.

Per:



Name: Ian Baskerville

Title: SVP & General Counsel