

TELECOMMUNICATIONS LICENSE

SECOND EXTENSION AGREEMENT

THIS AGREEMENT is dated the 27th day of November, 2017.

BETWEEN:

**THE MANUFACTURERS LIFE INSURANCE COMPANY and
2015500 ONTARIO INC.**
(the "Licensor")

OF THE FIRST PART

- and -

TELUS COMMUNICATIONS INC.

(the "Licensee")

OF THE SECOND PART

WHEREAS:

A. By a license agreement dated January 1, 2007 (the "License Agreement"), the Licensor granted a license to the Licensee for a term (the "Term") of six (6) years, commencing on January 1, 2007 and ending on December 31, 2012, to use the floor area of Deemed Area of thirty (30) square feet in the building municipally known as 5700 Yonge Street (the "Building"), in the City of Toronto, in the Province of Ontario;

B. By a Letter of extension dated January 7th, 2013, the Term of the License Agreement was extended for a further period of five (5) years commencing on the January 1, 2013 and expiring on December 31, 2017 (the "Extension Term") and to amend the License Agreement;

C. By a Letter Notice of Change of Corporate Name/Amendment dated July 19, 2017, Telus Communications Company's business will be carried on by Telus Communications Inc commencing October 1, 2017;

D. The Licensor and the Licensee have agreed to extend the Term of the Lease for a further period of five (5) years commencing on January 1, 2018 and expiring on the 31st day of December, 2022 (the "Second Extension Term"), upon the terms and conditions contained in this Agreement.

NOW THEREFORE in consideration of the mutual covenants and agreements between the parties and the sum of TWO DOLLARS (\$2.00) paid by each party to the other, the receipt and sufficiency of which are acknowledged, the parties agree as follows:

1. The foregoing recitals are true in substance and fact.
2. The Term of the License Agreement shall be extended for a period of five (5) years commencing on January 1, 2018 and expiring on December 31, 2022 (the "Second Extension Term"), upon the same terms, covenants and conditions as are contained in the License Agreement.
3. **License Fee:** The annual sum of Seven Hundred and Fifty Dollars (\$750.00) plus HST calculated on the annual rate of Twenty Five Dollars (\$25.00) per square foot of the floor area of the Deemed Area. The floor area of the Deemed Area is estimated to be 30 square feet. The exact measurement of the Deemed Area may be verified by an architect or surveyor employed by the Licensor for that purpose and upon verification, an adjustment of the License Fee and the floor area will be made retroactively to the Commencement Date.

4.

Notices:Licensors

**c/o The Manufacturers Life Insurance Company and 2015500 Ontario Inc.
5650 Yonge street, Suite 100
Toronto, ON M4M 4G3**

Attention: Property Director

**Licensee
Telus Communications Inc.
25 York Street, Floor 22
Toronto, ON M5J 2V5**

**Attention: Richard Johnson
Manager, Building Access**

5. The Licensee represents and warrants that it has the right, full power and authority to extend the Term and amend the License Agreement as provided in this Agreement.

6. The parties confirm that in all other respects, the terms, covenants and conditions of the License Agreement remain unchanged and in full force and effect, except as modified by this Agreement.

7. All capitalized terms and expressions where used in this Agreement have the same meaning as in the License Agreement and this Agreement, as the case may be, unless a contrary intention is expressed in this Agreement.

8. This Agreement shall enure to the benefit of the Licensor and its successors and assigns and shall be binding on each of the other parties hereto and each of their respective heirs, executors, administrators and permitted successors and permitted assigns.

IN WITNESS WHEREOF the parties have executed this Agreement

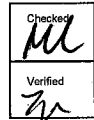
**THE MANUFACTURERS LIFE INSURANCE
COMPANY**

(Licensor)

Per: Michael Bardyn

Name: **Michael Bardyn**
Title: **Managing Director, Greater Toronto
Manulife Real Estate**

2015500 ONTARIO INC.



Per: Michael Bardyn

Name: **Michael Bardyn**
Title: **Managing Director, Greater Toronto
Manulife Real Estate**

TELUS COMMUNICATIONS INC..

(Licensee)

Per: Richard Johnson

Name: **Richard Johnson**
Title: **Manager, Building Access**

Per: _____

Name:
Title:

I/We have authority to bind the corporation.