

LICENSE AMENDING AND EXTENSION AGREEMENT is dated as of the 1st day of February, 2011 and is entered into

B E T W E E N:

**The Great-West Life Assurance Company and
London Life Insurance Company**

(the "Licensor")

and

TELUS Communications Company

(the "Licensee")

RECITALS:

- A. 4 King (Canada 7) Holdings Limited as Licensor and TELUS Communications Inc. as Licensee did enter into a License Agreement dated the 22nd Day of December, 2005, which commenced on the 1st Day of January, 2006, which pertained to a License of a portion of the building located at 4 King Street West in the City of Toronto and in the Province of Ontario (the "Building").
- B. Capitalized terms are defined below in paragraph 1 of this agreement.
- C. On or about the 14th day of March, 2008, The Great-West Life Assurance Company and London Life Insurance Company became the current owner of the Building and is the Licensor under the License Agreement.
- D. TELUS Communications Company is now the Licensee under the License.
- E. The Licensee has exercised its right under the Agreement to extend the term of the License for the Renewal Term and Licensee has one further option to renew by the License Agreement.
- F. The parties hereto have agreed to amend the terms of the License Agreement in the manner hereinafter provided;.

NOW THEREFORE this License Amending Agreement witnesseth that, in consideration of the License Fee, covenants and agreements herein contained and hereby assumed, the parties for themselves and their respective successors and assigns do hereby covenant and agree with one another as follows:

- 1. The above recitals are true in statement and fact.
- 2. From and after the 1st Day of January, 2011 (the "Effective Date") the License Agreement shall be amended as follows:
 - a) The License Fees shall be amended to One Thousand Three Hundred and Seventy-Five Dollars (\$1,375.00) per annum commencing on the Effective Date.
 - b) Article 12 -- Notices shall be updated as follows:

To the Licensee at:

TELUS Communications Company
25 York Street, 22nd Floor
Toronto, ON M5J 2V5
Attention: Robert Beatty Director Building Access
c/o Richard Johnson, Manager Building Access