

Ontario Racing
c/o Woodbine Mohawk Park
PO Box 160
Campbellville, Ontario
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TRANSMITTED VIA E-MAIL

Attention: Andrew Gaughan, Chairman of the Board, Ontario Racing (agaughan@ontarioracing.com)

September 24, 2024

RE: First Capital Continuation

Dear Andrew,

Through your submission of the “**First Capital Continuation Proposal**” on August 06, 2024, Ontario Racing (“**OR**”) has provided a detailed rationale for the continuation of the portion of the Annual Payment comprised of the Capital Improvements Payment during the “**First Extended Term**” of the Long-Term Funding Agreement for Live Horse Racing (the “**LTFA**”).

As per Article 2.1 (b): Annual Payment, OLG is hereby satisfied with OR’s submission and formally accepts the First Capital Continuation Proposal. OLG shall continue to pay the portion of the Annual Payment comprised of the Capital Improvements Payment during the First Extended Term.

“2.1 Annual Payment

(b) If the Initial Term is extended for the First Extended Term in accordance with Section 12.2(a), then by no later than August 31st of the sixth Funding Year of the Term, Ontario Racing shall deliver to OLG a written proposal that provides a detailed rationale for the continuation of the portion of the Annual Payment comprised of the Capital Improvements Payment during the First Extended Term (the “First Capital Continuation Proposal”). Within 30 days following the delivery of the First Capital Continuation Proposal by Ontario Racing (or at such other time as OLG may direct upon reasonable notice to Ontario Racing), representatives of OLG and Ontario Racing will meet for a discussion thereof. OLG, acting reasonably, shall consider the merits of the First Capital Continuation Proposal and, within 30 days following the meeting of the representatives of OLG and Ontario Racing referred to in this Section 2.1(b), OLG shall notify Ontario Racing, in writing, whether OLG accepts or rejects the First Capital Continuation Proposal. If OLG accepts the First Capital Continuation Proposal, then OLG shall continue to pay the portion of the Annual Payment comprised of the Capital Improvements Payment during the First Extended Term in accordance with Section 2.1(a).”

Unless otherwise defined in this letter, any capitalized terms used herein will have the meanings ascribed to them in the LTFA.

Sincerely,



Tina MacMillan
Vice President, Casino Gaming and Horse Racing, OLG

cc: Gordon Thain, Executive Director, ORM
cc: Sean Duval, Director Horse Racing, OLG
cc: Isabelle Deonarain, Sr Commercial Contract Manager Horse Racing, OLG

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