

REINSTATEMENT, CONTINUATION & AMENDING AGREEMENT

THIS REINSTATEMENT, CONTINUATION and AMENDING AGREEMENT made and effective as of this ____ day of February, 2019

BETWEEN:

Emera Brunswick Pipeline Company Ltd., a company incorporated under the Federal laws of Canada

(Hereinafter called "Company")

-and-

The City of Saint John, a body corporate by Royal Charter in the County of Saint John and Province of New Brunswick

(Hereinafter called the "City")

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WHEREAS:

1. The Parties have entered into a Consent Agreement dated the 6th of October, 2014 (the "Consent Agreement");
2. The Consent Agreement, by its terms, has expired; and
3. The Parties wish to reinstate and continue the Consent Agreement and amend its terms.

NOW THEREFORE THIS AGREEMENT WITNESSES THAT in consideration of the mutual undertakings and obligations herein contained, the reinstatement and continuation of the Consent Agreement, the sum of \$10.00 and other good and valuable consideration (the receipt and sufficiency which is acknowledged by each Party hereto), the Parties covenant and agree as follows:

1. The termination of the Consent Agreement is hereby revoked and, except as expressly modified by this Agreement, the Consent Agreement shall be, and hereby is, reinstated in its entirety and shall be in full force and effect as if the same had never been terminated.
2. The reference to the "Company's Transmission Guideline TG-10C, attached hereto" in Article 2 of the Consent Agreement is amended to read the "Company's Technical Guidelines found on the Company's website at <http://www.emeranewbrunswick.com/site-emera/media/EmeraNewBrunswick/Brunswick%20Pipeline%20On-Site%20Activity%20Permit%20and%20Technical%20Guidelines.pdf>".
3. The reference in Article 3 of the Consent Agreement to drawing "(Dever Road Lift Station Y Replacement, Civil Plan Dever Road Sta. 0+000 to 0+180, stamp dated 8/7/2014)" is amended to read "(M R G Forcemain Renewal-Phase 1, Civil Plan & Profile Sta. 0+000 to 0+180, P.Eng. Stamp date 4 Jan 2019)".

4. The reference in Article 4 of the Consent Agreement to “completed within one (1) year of the date of this letter” is amended to read “completed by February 4, 2021 unless the Parties agree to extend the completion date in writing prior to February 4, 2021,...”.
5. The reference to “TG-10” in the last paragraph of the Consent Agreement is amended to read “the Company’s Technical Guidelines”.
6. The City shall submit to the Company two (2) copies of As-built drawings of the completed facilities as per the Company’s Technical Guidelines within forty-five (45) days of the completion of the facilities.
7. Save and except for the amendments stated herein, the terms and conditions of the Consent Agreement shall remain unchanged and in full force and effect. To the extent any provisions of this Agreement are inconsistent with any of the provisions set forth in the Consent Agreement, the provisions of this Agreement shall govern and control.

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NEXT PAGE IS EXECUTION PAGE.

IN WITNESS WHEREOF the Parties hereto have duly executed this Agreement, effective as of the date first written above.

SIGNED in the presence of

Emera Brunswick Pipeline Company Ltd.

WITNESS

Per: _____

The City of Saint John

Mayor

Common Clerk

Common Council Resolution:

_____, 2019