

SCHEDULE 14

PAYMENT SCHEDULE

1. DEFINITIONS

In this Schedule 14, in addition to the definitions set out in Section 1.1 of this Agreement, the following expressions have the following meanings (and, where applicable, their plurals have corresponding meanings):

“**Actual Annual Commodity Consumption**” means the quantity of electricity, natural gas and City water used by the Infrastructure in the reporting period encompassed by the Annual O&M Report;

“**Annual Influent Flow**” means the quantity of Raw Wastewater, in units of megalitres, delivered to the Infrastructure in the reporting period encompassed by the Annual O&M Report, in units of megalitres;

“**City’s Average Annual Cost for City Water**” means the average price per liter of water consumed in the one-year reporting period encompassed by the Annual O&M Report, calculated using the City of Regina published volumetric water rates and service-size water rates applicable during the period;

“**City’s Average Annual Cost for Electricity**” means the average price per kWh actually paid by the City in the one-year reporting period encompassed by the Annual O&M Report, calculated as the total cost of electricity net of demand charges and any sales tax rebates the City may be entitled to, divided by the total consumption in kWh;

“**City’s Average Annual Cost for Natural Gas**” means the average price per GJ actually paid by the City in the one-year reporting period encompassed by the Annual O&M Report, calculated as the total cost of natural gas net of any sales tax rebates the City may be entitled to, divided by the total consumption in GJ;

“**Commodities**” means the commodities that are the subject of the annual commodity consumption adjustment and which are listed in Appendix B of this Schedule 14;

“**Commodity Consumption Rates**” means the commodity consumption rates set out in Appendix B of this Schedule 14;

“**Construction Period Payment Calculation**” means a construction period payment calculation in the form attached as Appendix C and referenced in Section 3 of this Schedule 14; and

“**Operating Period Payment Calculation**” means an operating period payment calculation in the form attached as Appendix D and referenced in Section 4 of this Schedule 14.

**2. PAYMENTS**

In accordance with the other provisions of this Schedule 14, the City shall pay to Project Co those payment amounts specified in Appendix A.

**3. CONSTRUCTION PERIOD PAYMENT CALCULATION**

**3.1 Construction Period Payment Calculation Submission**

No later than 5 Business Days before the end of each month following the Existing Facilities O&M Effective Date, Project Co shall submit to the City a Construction Period Payment Calculation and a report detailing the Payment Adjustments and other adjustments to be made to the Existing Facilities O&M Payment relating to the previous month.

In the Construction Period Payment Calculation, Project Co shall complete Category A, reporting the expected Existing Facilities O&M Payment, and Category B, reporting all of the Payment Adjustments relating to the previous month to be applied to the Existing Facilities O&M Payment.

**3.2 City's Response**

The City will review the Construction Period Payment Calculation based on both its own records and audits of Project Co's compliance with the Technical Requirements. If necessary, the City will make modifications to payment amounts and reported adjustments. Examples of such modifications include applying Payment Adjustments that were omitted or incorrectly calculated in the Construction Period Payment Calculation.

Additionally, the City will assess any set-offs or other adjustments necessary to be applied to each Construction Period Payment Calculation. The City will complete Category C of the Construction Period Payment Calculation applying such set-offs or other adjustments.

On or before making the Existing Facilities O&M Payment and by way of a revised and completed Construction Period Payment Calculation, the City will notify Project Co of any changes to Category A and B of the Construction Period Payment Calculation as originally submitted by Project Co.

**4. OPERATING PERIOD PAYMENT CALCULATION**

**4.1 Operating Period Payment Calculation Submission**

No later than 5 Business Days before the end of each month following the Substantial Completion Date, Project Co shall submit to the City an Operating Period Payment Calculation and a report detailing the Payment Adjustments and other adjustments to be made to the Monthly Payment relating to the previous month.

In the Operating Period Payment Calculation, Project Co shall complete Category A, B and C, reporting the expected Monthly Payment, and Category D, reporting all of the Payment Adjustments relating to the previous month to be applied to the Monthly Payment.

**4.2 City’s Response**

The City will review the Operating Period Payment Calculation based on both its own records and audits of Project Co’s compliance with the Technical Requirements. If necessary, the City will make modifications to payment amounts and reported adjustments. Examples of such modifications include applying Payment Adjustments that were omitted or incorrectly calculated in the Operating Period Payment Calculation.

Additionally, the City will assess any set-offs or other adjustments necessary to be applied to each Operating Period Payment Calculation. The City will complete Category E of the Operating Period Payment Calculation applying such set-offs or other adjustments.

On or before making a Monthly Payment and by way of a revised and completed Operating Period Payment Calculation, the City will notify Project Co of any changes to Category A, B, C and D of the Operating Period Payment Calculation as originally submitted by Project Co.

**5. PAYMENT CORRECTIONS**

If any of the set-offs or other adjustments are reversed or modified after the City has made the Existing Facilities O&M Payment or the Monthly Payment, as applicable, such reversal or modification shall be included in the following Existing Facilities O&M Payment or Monthly Payment, as applicable.

**6. SET-OFF**

Any set-off by the City pursuant to Section 11.9 of this Agreement will be determined by the City in accordance with this Agreement and may be applied against any Existing Facilities O&M Payment or Monthly Payment, as applicable.

**7. OTHER ADJUSTMENTS**

The City will assess and apply miscellaneous adjustments and reconciliations, including, but not limited to, the reversal or modification to previous adjustments, the Annual Commodity Consumption Adjustment, the submetered amounts in respect of Commodities used for purposes of the Works or set-offs to the Existing Facilities O&M Payment or the Monthly Payment, as applicable.

**8. ANNUAL COMMODITY CONSUMPTION ADJUSTMENT PROCEDURE**

**8.1 Purpose**

Upon receipt of the Annual O&M Report during the Operating Period, an annual commodity consumption adjustment shall be determined to account for any consumption of Commodities

that is greater than or less than the Commodity Consumption Rates and to account for the sharing of the electricity demand charge.

**8.2 Adjustment Information Submission**

The Annual O&M Report shall include the Actual Annual Commodity Consumption and the Annual Influent Flow.

**8.3 City's Response**

The City will review Project Co's submitted Actual Annual Commodity Consumption and Annual Influent Flow and may conduct its own audit or assessment of the information.

The City will calculate the City's Average Annual Cost for City Water, the City's Average Annual Cost for Electricity and the City's Average Annual Cost for Natural Gas and calculate the Annual Commodity Consumption Adjustment in the form attached as Appendix E. If the Annual Commodity Consumption Adjustment is in favour of the City, the amount will be treated as a negative other adjustment (Category E) on the next Monthly Payment due. If the Annual Commodity Consumption Adjustment is in favour of Project Co, the amount will be treated as a positive other adjustment (Category E) on the next Monthly Payment due.

**APPENDIX A  
PAYMENTS**

| <b>Month</b>     | <b>Existing Facilities O&amp;M Payments</b> | <b>Capital Payments (Nom. \$)</b> | <b>Infrastructure O&amp;M Fixed Payments</b> | <b>Infrastructure O&amp;M Variable Unit Payments (\$/ML)</b> | <b>Renewal Payments</b> |
|------------------|---|-----------------------------------|--|--|-------------------------|
| Aug 1 - 31, 2014 |   |                                   |  |  |                         |
| Sep 1 - 30, 2014 |   |                                   |  |  |                         |
| Oct 1 - 31, 2014 |   |                                   |  |  |                         |
| Nov 1 - 30, 2014 |   |                                   |  |  |                         |
| Dec 1 - 31, 2014 |   |                                   |  |  |                         |
| Jan 1 - 31, 2015 |   |                                   |  |  |                         |
| Feb 1 - 28, 2015 |   |                                   |  |  |                         |
| Mar 1 - 31, 2015 |   |                                   |  |  |                         |
| Apr 1 - 30, 2015 |   |                                   |  |  |                         |
| May 1 - 31, 2015 |   |                                   |  |  |                         |
| Jun 1 - 30, 2015 |   |                                   |  |  |                         |
| Jul 1 - 31, 2015 |   |                                   |  |  |                         |
| Aug 1 - 31, 2015 |   |                                   |  |  |                         |
| Sep 1 - 30, 2015 |   |                                   |  |  |                         |
| Oct 1 - 31, 2015 |   |                                   |  |  |                         |
| Nov 1 - 30, 2015 |   |                                   |  |  |                         |
| Dec 1 - 31, 2015 |   |                                   |  |  |                         |
| Jan 1 - 31, 2016 |   |                                   |  |  |                         |
| Feb 1 - 29, 2016 |   |                                   |  |  |                         |
| Mar 1 - 31, 2016 |   |                                   |  |  |                         |
| Apr 1 - 30, 2016 |   |                                   |  |  |                         |
| May 1 - 31, 2016 |   |                                   |  |  |                         |
| Jun 1 - 30, 2016 |   |                                   |  |  |                         |
| Jul 1 - 31, 2016 |   |                                   |  |  |                         |
| Aug 1 - 31, 2016 |   |                                   |  |  |                         |
| Sep 1 - 30, 2016 |   |                                   |  |  |                         |
| Oct 1 - 31, 2016 |   |                                   |  |  |                         |
| Nov 1 - 30, 2016 |   |                                   |  |  |                         |
| Dec 1 - 31, 2016 |   |                                   |  |  |                         |
| Jan 1 - 31, 2017 |   |                                   |  |  |                         |
| Feb 1 - 28, 2017 |   |                                   |  |  |                         |
| Mar 1 - 31, 2017 |   |                                   |  |  |                         |

**Regina Wastewater Treatment Plant Upgrade Project**

**DBFOM Agreement  
Redacted Version**

| Month            | Existing Facilities O&M Payments | Capital Payments (Nom. \$) | Infrastructure O&M Fixed Payments | Infrastructure O&M Variable Unit Payments (\$/ML) | Renewal Payments |
|------------------|----------------------------------|----------------------------|-----------------------------------|---|------------------|
| Apr 1 - 30, 2017 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2017 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2017 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2017 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2017 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2017 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2017 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2017 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2017 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2018 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2018 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2018 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2018 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2018 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2018 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2018 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2018 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2018 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2018 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2018 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2018 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2019 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2019 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2019 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2019 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2019 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2019 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2019 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2019 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2019 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2019 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2019 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2019 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2020 |                                  |                            |                                   |   |                  |
| Feb 1 - 29, 2020 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2020 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2020 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2020 |                                  |                            |                                   |   |                  |

**Regina Wastewater Treatment Plant Upgrade Project**

**DBFOM Agreement  
Redacted Version**

| Month            | Existing Facilities O&M Payments | Capital Payments (Nom. \$) | Infrastructure O&M Fixed Payments | Infrastructure O&M Variable Unit Payments (\$/ML) | Renewal Payments |
|------------------|----------------------------------|----------------------------|-----------------------------------|---|------------------|
| Jun 1 - 30, 2020 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2020 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2020 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2020 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2020 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2020 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2020 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2021 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2021 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2021 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2021 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2021 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2021 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2021 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2021 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2021 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2021 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2021 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2021 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2022 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2022 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2022 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2022 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2022 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2022 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2022 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2022 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2022 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2022 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2022 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2022 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2023 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2023 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2023 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2023 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2023 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2023 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2023 |                                  |                            |                                   |   |                  |

**Regina Wastewater Treatment Plant Upgrade Project**

**DBFOM Agreement  
Redacted Version**

| Month            | Existing Facilities O&M Payments | Capital Payments (Nom. \$) | Infrastructure O&M Fixed Payments | Infrastructure O&M Variable Unit Payments (\$/ML) | Renewal Payments |
|------------------|----------------------------------|----------------------------|-----------------------------------|---|------------------|
| Aug 1 - 31, 2023 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2023 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2023 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2023 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2023 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2024 |                                  |                            |                                   |   |                  |
| Feb 1 - 29, 2024 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2024 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2024 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2024 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2024 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2024 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2024 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2024 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2024 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2024 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2024 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2025 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2025 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2025 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2025 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2025 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2025 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2025 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2025 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2025 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2025 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2025 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2025 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2026 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2026 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2026 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2026 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2026 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2026 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2026 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2026 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2026 |                                  |                            |                                   |   |                  |



**Regina Wastewater Treatment Plant Upgrade Project**

**DBFOM Agreement  
Redacted Version**

| Month            | Existing Facilities O&M Payments | Capital Payments (Nom. \$) | Infrastructure O&M Fixed Payments | Infrastructure O&M Variable Unit Payments (\$/ML) | Renewal Payments |
|------------------|----------------------------------|----------------------------|-----------------------------------|---|------------------|
| Oct 1 - 31, 2026 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2026 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2026 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2027 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2027 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2027 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2027 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2027 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2027 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2027 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2027 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2027 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2027 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2027 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2027 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2028 |                                  |                            |                                   |   |                  |
| Feb 1 - 29, 2028 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2028 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2028 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2028 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2028 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2028 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2028 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2028 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2028 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2028 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2028 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2029 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2029 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2029 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2029 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2029 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2029 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2029 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2029 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2029 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2029 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2029 |                                  |                            |                                   |   |                  |

**Regina Wastewater Treatment Plant Upgrade Project**

**DBFOM Agreement  
Redacted Version**

| Month            | Existing Facilities O&M Payments | Capital Payments (Nom. \$) | Infrastructure O&M Fixed Payments | Infrastructure O&M Variable Unit Payments (\$/ML) | Renewal Payments |
|------------------|----------------------------------|----------------------------|-----------------------------------|---|------------------|
| Dec 1 - 31, 2029 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2030 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2030 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2030 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2030 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2030 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2030 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2030 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2030 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2030 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2030 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2030 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2030 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2031 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2031 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2031 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2031 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2031 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2031 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2031 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2031 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2031 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2031 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2031 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2031 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2032 |                                  |                            |                                   |   |                  |
| Feb 1 - 29, 2032 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2032 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2032 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2032 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2032 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2032 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2032 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2032 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2032 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2032 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2032 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2033 |                                  |                            |                                   |   |                  |

**Regina Wastewater Treatment Plant Upgrade Project**

**DBFOM Agreement  
Redacted Version**

| Month            | Existing Facilities O&M Payments | Capital Payments (Nom. \$) | Infrastructure O&M Fixed Payments | Infrastructure O&M Variable Unit Payments (\$/ML) | Renewal Payments |
|------------------|----------------------------------|----------------------------|-----------------------------------|---|------------------|
| Feb 1 - 28, 2033 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2033 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2033 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2033 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2033 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2033 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2033 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2033 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2033 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2033 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2033 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2034 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2034 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2034 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2034 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2034 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2034 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2034 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2034 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2034 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2034 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2034 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2034 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2035 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2035 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2035 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2035 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2035 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2035 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2035 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2035 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2035 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2035 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2035 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2035 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2036 |                                  |                            |                                   |   |                  |
| Feb 1 - 29, 2036 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2036 |                                  |                            |                                   |   |                  |

**Regina Wastewater Treatment Plant Upgrade Project**

**DBFOM Agreement  
Redacted Version**

| Month            | Existing Facilities O&M Payments | Capital Payments (Nom. \$) | Infrastructure O&M Fixed Payments | Infrastructure O&M Variable Unit Payments (\$/ML) | Renewal Payments |
|------------------|----------------------------------|----------------------------|-----------------------------------|---|------------------|
| Apr 1 - 30, 2036 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2036 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2036 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2036 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2036 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2036 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2036 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2036 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2036 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2037 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2037 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2037 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2037 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2037 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2037 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2037 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2037 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2037 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2037 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2037 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2037 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2038 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2038 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2038 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2038 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2038 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2038 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2038 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2038 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2038 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2038 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2038 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2038 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2039 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2039 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2039 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2039 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2039 |                                  |                            |                                   |   |                  |

**Regina Wastewater Treatment Plant Upgrade Project**

**DBFOM Agreement  
Redacted Version**

| Month            | Existing Facilities O&M Payments | Capital Payments (Nom. \$) | Infrastructure O&M Fixed Payments | Infrastructure O&M Variable Unit Payments (\$/ML) | Renewal Payments |
|------------------|----------------------------------|----------------------------|-----------------------------------|---|------------------|
| Jun 1 - 30, 2039 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2039 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2039 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2039 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2039 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2039 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2039 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2040 |                                  |                            |                                   |   |                  |
| Feb 1 - 29, 2040 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2040 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2040 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2040 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2040 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2040 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2040 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2040 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2040 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2040 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2040 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2041 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2041 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2041 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2041 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2041 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2041 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2041 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2041 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2041 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2041 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2041 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2041 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2042 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2042 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2042 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2042 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2042 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2042 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2042 |                                  |                            |                                   |   |                  |

**Regina Wastewater Treatment Plant Upgrade Project**

**DBFOM Agreement  
Redacted Version**

| Month            | Existing Facilities O&M Payments | Capital Payments (Nom. \$) | Infrastructure O&M Fixed Payments | Infrastructure O&M Variable Unit Payments (\$/ML) | Renewal Payments |
|------------------|----------------------------------|----------------------------|-----------------------------------|---|------------------|
| Aug 1 - 31, 2042 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2042 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2042 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2042 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2042 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2043 |                                  |                            |                                   |   |                  |
| Feb 1 - 28, 2043 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2043 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2043 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2043 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2043 |                                  |                            |                                   |   |                  |
| Jul 1 - 31, 2043 |                                  |                            |                                   |   |                  |
| Aug 1 - 31, 2043 |                                  |                            |                                   |   |                  |
| Sep 1 - 30, 2043 |                                  |                            |                                   |   |                  |
| Oct 1 - 31, 2043 |                                  |                            |                                   |   |                  |
| Nov 1 - 30, 2043 |                                  |                            |                                   |   |                  |
| Dec 1 - 31, 2043 |                                  |                            |                                   |   |                  |
| Jan 1 - 31, 2044 |                                  |                            |                                   |   |                  |
| Feb 1 - 29, 2044 |                                  |                            |                                   |   |                  |
| Mar 1 - 31, 2044 |                                  |                            |                                   |   |                  |
| Apr 1 - 30, 2044 |                                  |                            |                                   |   |                  |
| May 1 - 31, 2044 |                                  |                            |                                   |   |                  |
| Jun 1 - 30, 2044 |                                  |                            |                                   |   |                  |

**APPENDIX B**

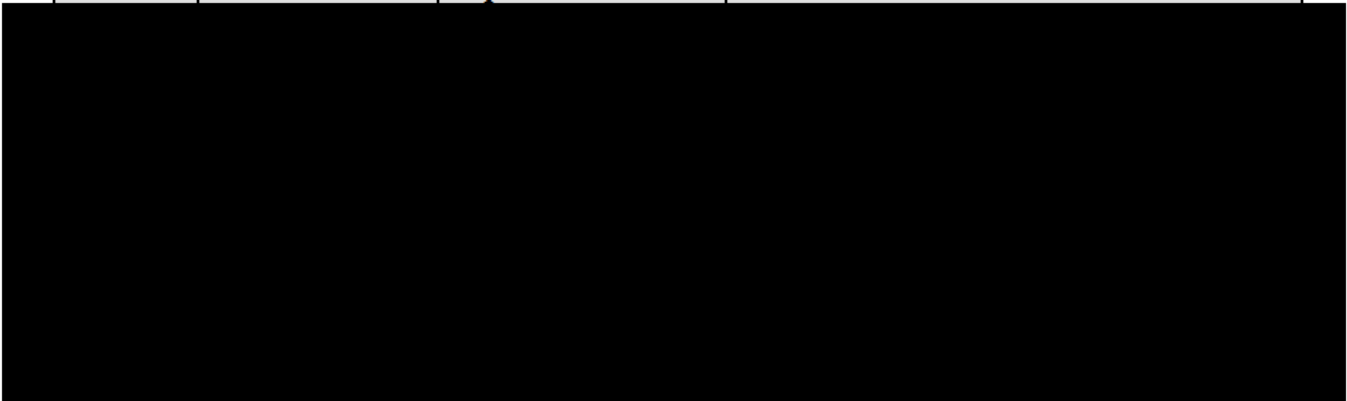
**COMMODITY CONSUMPTION RATES**

**Table 1 – O&M Commodity Consumption – Water and Gas**

| <b>Commodity</b> | <b>Consumption Rates</b> | <b>Unit</b>            |
|------------------|--------------------------|------------------------|
| City Water       |                          | (L per ML of influent) |
| Natural Gas      |                          | (GJ/ML of influent)    |

**Table 2 – O&M Commodity Consumption – Electricity**

| <b>Annual Influent Flow (ML)</b> |                     |                                | <b>Electricity Consumption Rate</b> |
|----------------------------------|---------------------|--------------------------------|-------------------------------------|
| <b>Band No.</b>                  | <b>Greater than</b> | <b>Less than and equal to*</b> | <b>(kWh per ML of influent)</b>     |



**\* The highest band’s Electricity Consumption Rate will be applied in calculating the Annual Commodity Consumption Adjustment in the event that actual Annual Influent Flow exceeds the upper limit of that band**

APPENDIX C

FORM OF CONSTRUCTION PERIOD PAYMENT CALCULATION

Payment Calculation for the month of: \_\_\_\_\_ "Month M" \_\_\_\_\_

Category A: Existing Facilities O&M Payment Amount Prior to Adjustments

| Payment from Appendix A                      | Payment (\$) | Existing Facilities O&M Index Factor+ | Amount (Nominal \$) |
|--|--------------|---------------------------------------|---------------------|
| Column 1                                     | 2            | 3                                     | 4                   |
| Existing Facilities O&M Payment for Month M* |              |                                       | Col 2 x Col 3       |
| <b>Subtotal</b>                              |              |                                       |                     |
| Applicable PST                               |              |                                       |                     |
| Applicable GST                               |              |                                       |                     |
| <b>Total</b>                                 |              |                                       | <b>A</b>            |

*\* Should the Construction Period extend beyond the Substantial Completion Target Date, the Existing Facilities O&M Payment for all months after the Substantial Completion Target Date to the Substantial Completion Date shall be calculated as the average of all Existing Facilities O&M Payments (prior to the application of any Payment Adjustments or other deductions or set-offs) that would have been payable prior to the Substantial Completion Target Date.*

Category B: Payment Adjustments

|   | Payment Adjustments (\$) | Existing Facilities O&M Index Factor+ | Amount (Nominal \$) |
|---|--------------------------|---------------------------------------|---------------------|
| 1   | 2                        | 3                                     | 4                   |
| Total Payment Adjustments accrued in Month M-1 (include descriptions)** |                          |                                       | Col 2 x Col 3       |
| <b>Total</b>  |                          |                                       | <b>B</b>            |

*\*\* Should the Construction Period extend beyond the Substantial Completion Target Date, the Payment Adjustment for violation of the Effluent Standards after the Substantial Completion Target Date shall be the Payment Adjustment referred to in Section 5.6.1 of Schedule 18 (Technical Requirements).*



*Category C: Set-offs and Other Adjustments*

| <b>Type of Adjustment</b>  | <b>Amount<br/>(Nominal \$)</b> |
|--|--------------------------------|
| Set-offs, payment corrections and other adjustments<br>(include descriptions)<br>(indicate adjustments in favour of the City as negative<br>amounts) | <b>C</b>                       |

*Net Payable Amount*

|                           |                  |
|---------------------------|------------------|
| <b>Net Payable Amount</b> | <b>A - B + C</b> |
|---------------------------|------------------|

*+To be calculated by the City in accordance with Schedule 10 (Index Factor).*

APPENDIX D

FORM OF OPERATING PERIOD PAYMENT CALCULATION

Payment Calculation for the month of: \_\_\_\_\_ "Month M" \_\_\_\_\_

*Category A: Capital Payment Amount*

| Payment from Appendix A     | Amount<br>(Nominal \$) |
|-----------------------------|------------------------|
| Capital Payment for Month M |                        |
| Applicable GST              | n/a*                   |
| <b>Total</b>                | <b>A</b>               |

*\*Applicable GST on capital will be paid in accordance with Section 11.11 of the Agreement and is therefore not payable as part of the Monthly Payment.*

*Category B: Fixed Portion of Infrastructure O&M Payment Prior to Adjustments*

| Payment from Appendix A                      | Payment<br>(\$) | Infrastructure<br>O&M Index<br>Factor or<br>Renewal<br>Index Factor+ | Amount<br>(Nominal \$) |
|--|-----------------|--|------------------------|
| Column 1                                     | 2               | 3  | 4                      |
| Infrastructure O&M Fixed Payment for Month M |                 |  | Col 2 x Col 3          |
| Renewal Payment for Month M                  |                 |  | Col 2 x Col 3          |
| <b>Subtotal</b>                              |                 |  |                        |
| Applicable PST                               |                 |  |                        |
| Applicable GST                               |                 |  |                        |
| <b>Total</b>                                 |                 |  | <b>B</b>               |

*Category C: Payment Adjustments*

|   | Payment<br>Adjustments<br>(\$) | Infrastructure<br>O&M Index<br>Factor+ | Amount<br>(Nominal \$) |
|---|--------------------------------|--|------------------------|
| 1   | 2                              | 3                                      | 4                      |
| Total Payment Adjustments accrued in Month M-1 (include descriptions) |                                |  | Col 2 x Col 3          |
| <b>Total</b>  |                                |  | <b>C</b>               |

*Category D: Set-offs and Other Adjustments*

| Type of Adjustment   | Amount<br>(Nominal \$) |
|--|------------------------|
| Set-offs, payment corrections, and other adjustments<br>(include descriptions)<br>(indicate adjustments in favour of the City as negative amounts) | <b>D</b>               |

*Net Payable Amount*

|                           |                      |
|---------------------------|----------------------|
| <b>Net Payable Amount</b> | <b>A + B - C + D</b> |
|---------------------------|----------------------|

*+To be calculated by the City in accordance with Schedule 10 (Index Factor).*

APPENDIX E

ANNUAL COMMODITY CONSUMPTION ADJUSTMENT

*Category A: Consumption Variance*

| Commodity  | Annual Influent Flow (ML) | Consumption Rates from Tables 1 and 2 of Appendix B |          | City's Average Annual Cost |        | Expected Annual Commodity Consumption |     | Actual Annual Commodity Consumption |     | Commodity Consumption Variance |     | Cost of Variance (\$) |
|--|---------------------------|---|----------|----------------------------|--------|---------------------------------------|-----|-------------------------------------|-----|--------------------------------|-----|-----------------------|
| 1  | 2                         | 3   |          | 4                          |        | 5                                     |     | 6                                   |     | 7                              |     |                       |
| City Water   |                           |   | L / ML   |                            | \$/L   | Col 2 x Col 3                         | L   |                                     | L   | Col 5 – Col 6                  | L   | Col 7 x Col 4         |
| Electricity <sup>1</sup>                             |                           |   | kWh / ML |                            | \$/kWh | Col 2 x Col 3                         | kWh |                                     | kWh | Col 5 – Col 6                  | kWh | Col 7 x Col 4         |
| Natural Gas  |                           |   | GJ / ML  |                            | \$/GJ  | Col 2 x Col 3                         | GJ  |                                     | GJ  | Col 5 – Col 6                  | GJ  | Col 7 x Col 4         |
| <b>Total Cost of Variance</b>                        |                           |   |          |                            |        |                                       |     |                                     |     |                                |     | <b>V</b>              |
| <b>IF V &lt; \$0, Consumption Variance = V</b>       |                           |   |          |                            |        |                                       |     |                                     |     |                                |     | <b>A</b>              |
| <b>IF V &gt; \$0, Consumption Variance = V x 50%</b> |                           |   |          |                            |        |                                       |     |                                     |     |                                |     |                       |

<sup>1</sup> The Electricity Consumption Rate is to be taken from the appropriate Band in Table 2 of Appendix B according to the Annual Influent Flow.

*Category B: Share of Electricity Demand Charge*

|  |          |
|--|----------|
| Sum of monthly electricity demand charges in the one-year reporting period encompassed by the Annual O&M Report net of any sales tax rebates the City may be entitled to | <b>B</b> |
|--|----------|

*Annual Commodity Consumption Adjustment*

|  |                      |
|--|----------------------|
| <b>Annual Commodity Consumption Adjustment</b> | <b>A – (50% x B)</b> |
|--|----------------------|

**\*\* Any negative Annual Commodity Consumption Adjustments are in favour of the City and any positive Annual Commodity Consumption Adjustments are in favour of Project Co.**