

**SCHEDULE 13**

**MILESTONE PAYMENT**

**1. MILESTONE PAYMENT**

**1.1 Percentage Completion of Works**

For the purposes of this Schedule 13, Project Co shall be considered to have completed a particular percentage of the Works when the Independent Certifier has certified, in writing, to the City that such percentage of the Works has been completed having regard to the following:

- (a) subject to clause (b), percentage completion shall be determined in a manner generally consistent with similar determinations customarily made by or on behalf of lenders providing project financing;
- (b) percentage completion shall mean the percentage of the Works, on a cost basis, actually completed, taking into account engineering and design work, but excluding stockpiled materials not yet incorporated into the Works;
- (c) percentage completion may be certified by tenths of a percentage, that is, percentage completion may be expressed to a single decimal place; and
- (d) Substantial Completion shall be deemed for the purposes of this Schedule 13 to be 100% completion.

Project Co shall provide to the City and the Independent Certifier copies of all relevant materials, records and calculations as may reasonably be requested by the Independent Certifier for purposes of determining percentage completion of the Works.

**1.2 Payment**

The City shall pay the Milestone Payment to Project Co within 7 Business Days of receipt by the City of a payment request from Project Co containing the Independent Certifier's certification that the Works are 40% complete, provided that the Milestone Payment shall not be paid prior to January 1, 2016.