

## **AMENDMENT TO THE FUNDING AGREEMENT**

**This Amendment** (the “Amending Agreement”) made this day of September 5<sup>th</sup>, 2023.

**Between:**     **His Majesty the King in Right of the Province of Nova Scotia** as represented by the Minister of Environment and Climate Change and Natural Resources and Renewables (“Nova Scotia”)

And:

**Western Climate Initiative, Inc.** a body corporate constituted under the General Corporation Law (Delaware Code, Title 8, Chapter 1) of the State of Delaware (“WCI, Inc.”)

**WHEREAS** Nova Scotia and WCI, Inc. entered into a Funding Agreement dated March 30, 2022, a copy of which is established as Schedule “A” (the Funding Agreement);

**AND WHEREAS** in accordance with Article 3.2 which provides that any changes to the Agreement must be by written amendment signed by the parties, Nova Scotia and WCI, Inc. wish to extend the Expiry Date and Term of the agreement for a further 3-month period.

**NOW THEREFORE** Nova Scotia and WCI, Inc. wish to amend the Funding Agreement as follows:

**1. Article 1- Interpretation and General Provisions (Defined Terms)**

Paragraph 1.1, is amended under the definition of “Expiry Date” by deleting the words “December 31, 2023” and replacing it with “March 31, 2024”.

**2. Article 4- Financial Contribution and Audit**

Article 4.2, is amended by adding the following additional clause immediately after Article 4.2:

4.21     Subject to Article 4.2, the parties agree that there shall be no additional charges payable by Nova Scotia to WCI Inc. as a result of the 3-month term extension under this Amending Agreement. The amounts payable under the Agreement remain as listed in Schedule B.

**3. Article 4.3, is amended by adding the following additional clauses immediately after Article 4.3:**

4.31     WCI, Inc. agrees to provide Nova Scotia with access to records within 15 business day of Nova Scotia’s written request for a period of seven (7) years after the Expiry Date or any date of termination of the Agreement. WCI, Inc. will transfer the records to Nova Scotia or make other arrangements to make the

records available to Nova Scotia in the event WCI, Inc. were to cease business or dissolve during the seven year period described above.

4. All of the other terms and conditions of this Agreement remain the same.

This Amendment has been signed by duly authorized representatives of the Parties.

**SIGNED, SEALED & DELIVERED**  
in the presence of

**HIS MAJESTY THE KING**, in  
right of the Province of Nova Scotia

Signature on file

Signature on file

Witness

Honourable Tim Halman, Minister  
Nova Scotia Environment and  
Climate Change  
(the "Province")

**WESTERN CLIMATE  
INITIATIVE, INC.**

Signature on file

Signature on file

Witness

for WCI, Inc.