



Exchange Tower

130 King St. West, Toronto, Ontario

Retail Tenant **Design**
Criteria **Manual**

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1.1 Welcome to the Exchange Tower

The Exchange Tower is truly the heartbeat of Canadian business. Home to the Toronto Stock Exchange, it is the focal point for the entire financial services industry.

The Exchange Tower is a certified green building with a Gold level of certification in the Leadership in Energy and Environmental Design (LEED®) Existing Buildings: Operations and Maintenance program.

The Exchange Tower is located at 130 King Street West in Toronto at the corner of York and King Streets. Ideally situated in the downtown Financial District, the 36-storey property boasts over 1 million square feet of rentable space with typical floors containing approximately 25,000 square feet.

The Exchange Tower is conveniently linked to neighbouring properties via the underground PATH system and was uniquely designed to complement the existing architecture of Brookfeild's First Canadian Place, with which it shares parking and loading dock facilities, concourse-level and ground floor.



1.2 Building and Consultants Directory

Landlord Contacts

Landlord	BPO Office Properties Inc., HRI Exchange Inc. and PFS Exchange Inc. c/o Brookfield Properties Canada Management LP Brookfield Place 181 Bay Street, Suite 700 Toronto, ON M5J 2T3
Property Manager	Dov Blidner Tel: 416-864-6214 Exchange Tower 130 King Street West Suite 1310, P.O. Box 2 Toronto, ON M5X 1A9 dov.blidner@brookfieldproperties.com
Senior Manager, Operations	Amandio Rodrigues Tel: 416-864-6219 Exchange Tower 130 King Street West Suite 1310, P.O. Box 2 Toronto, ON M5X 1A9 amandio.rodrigues@brookfieldproperties.com
Project Manager, Constructions Services	Christopher Comparelli Tel: 416-369-2727 Brookfield Place 181 Bay Street, Suite 700 Toronto, ON M5J 2T3 christopher.comparelli@brookfieldproperties.com
Director, Retail	Lucie Bisson Tel: 416-862-9918 Fax: 416-862-7550 lucie.bisson@brookfieldproperties.com
Manager, Retail Tenant Services	Lauren Ashton Tel: 416-862-2952 Fax: 416-862-7550 lauren.ashton@brookfieldproperties.com

Base Building Consultants

Architects	WZMH Tel: 416-961-4111 95 St. Clair Ave. West Suite 1500 Toronto, ON M4V 1N6	Life Safety/ Building Code Consultant	LRI Engineering Inc. Tel: 416-515-9331 170 University Avenue 3rd Floor - Box 1 Toronto, ON M5H 3B3
Mechanical Engineers	The Aquila Group Jorge Osorio Tel: 416-340-1937, ext. 252 55 University Avenue, Suite 201 Toronto, ON M5J 2H7 josorio@theaquilagroup.com	Mechanical & Electrical Engineers Tenant Renovations	The Aquila Group Jorge Osorio Tel: 416-340-1937 ext. 252 55 University Avenue Suite 201 Toronto, ON M5J 2H7 josorio@theaquilagroup.com
Electrical Engineers	Mulvey & Banani International Inc. Rob Marcuzzi Tel: 416-751-2520 44 Mobile Drive Toronto, ON M4A 2P2 rob@mbii.com		
Structural Engineers	Stephenson Engineering Ltd. Mohsen Mansouri Tel: 416-635-9970 2550 Victoria Park Avenue Suite 602 Toronto, ON M2J 5A9		

1.3 Introduction to The Retail Tenant Design Criteria Manual

Our Retail Tenant Design Criteria Manual has been created to ensure that all new store designs or renovations/alterations to existing stores are in keeping with Exchange Tower's established operational and design specifications. All tenant leasehold improvements, however small or limited in scope must be fully reviewed and approved by our office prior to commencement of construction. This document should also be reviewed in conjunction with the "Guidelines for Tenant Improvements".

To ensure the design integrity of the Exchange Tower, all procedural guidelines for tenant premises work as specified in the individual lease documents is mandatory. Nevertheless, it must be clearly understood that in the event of any ambiguity of, or omission to the wording in this document, the approval authority to proceed or not to proceed with tenant work will remain solely with the Landlord.

It will also be the Tenant's responsibility to ensure that a copy of this Manual is provided to your Consultants, General Contractor and Sub-Contractors (Hereafter called The Contractor(s)) or any other person employed by them, and that both the Tenant, its Consultants, Contractor(s) or any other person, adhere fully to the direction provided herein. Failure by the Tenant or its Designer(s), Contractor(s), or any other person employed by it, to comply with any of the general or specific guidelines because of a lack of understanding in, or awareness of, the Retail Tenant Design Criteria Manual will not be accepted by the Landlord Representative.

It is essential that the Tenant and/or designer and/or space planner visit the site to inspect and verify all site conditions prior to the commencement of design work.

The Tenant is responsible for the production of accurate and complete working drawings for the proposed construction within the Leased Premises. Although the Landlord will supply the Tenant with Lease Outline Drawings (LOD's), neither the Landlord nor their representatives shall be responsible for same and the Tenant must verify the as-built condition prior to commencement of the Tenant design.

The Landlord reserves the right, from time to time, to add or amend the information and procedures contained herein, which will be in effect upon issuance.

1.4 Key Plan and Description of Criteria Zones

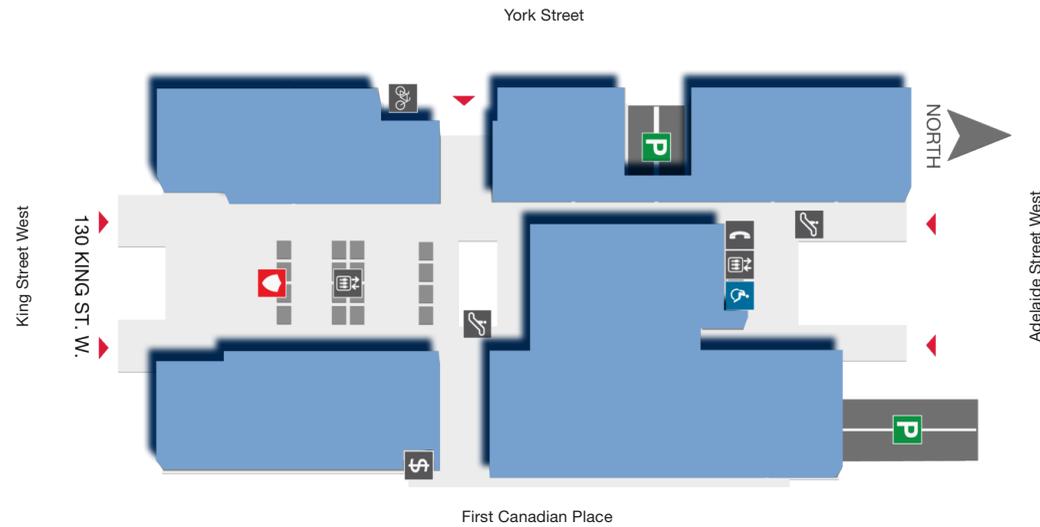
These plans are diagrammatic and are intended only for the purposes of indicating the applicable criteria locations.

Zone A: Retail

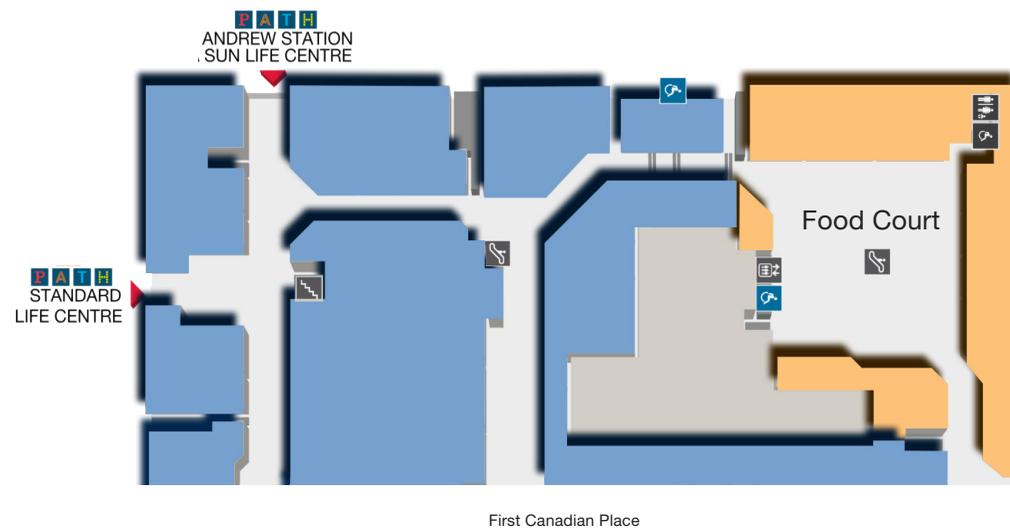
With over 53 stores and services, the Exchange Tower is one of Canada's premier urban shopping centres.

Zone B: Food Court

With 17 fast food outlets and seating for 360 people, the Exchange Tower's Food Court is one of the largest convenience food offerings in the downtown core.



Street Level



Concourse Level

2.1 Glossary of Terms

The following are definitions for terms referred to in this criteria:

Tenant Lease Line: The line between the Tenant's leased premises and the mall common area. Tenant Work must be limited to the Tenant side of the Lease Line.

Closure Line: A reference line drawn across the opening or entrance of the Tenant's space, defined by the location of the Tenant's closure system, on or behind the Tenant Lease Line. Base building mall floor finishes must be continued, by the Tenant, from the Tenant Lease Line to the Closure line. Tenant flooring finishes can not extend beyond the Closure Line.

Landlord Control Zone: In order for the Landlord to control the quality and diversity of storefront installations within the mall, it is imperative for certain standards to be maintained. The Landlord Control Zone is an area across the entire width of the Tenant storefront, extending from the Tenant Lease Line throughout 1500 mm (5'-0") deep into the space. The Landlord reserves the right to approve, reject or request modifications to the Tenant's design, quality of detailing, finishes and materials, lighting, signage, security system and closure system within this area.

Signage Zone: An area on the storefront in which the Tenant signage must be installed.

Demising Cap and Columns: A standard base building granite column or demising cap, found at the end of demising walls separating tenants.

Base Building Channel: A standard vertical architectural metal detail at the center of the demising wall extending from the floor at the Tenant Lease Line to the top of the storefronts. Typically, such mullions occur only when the storefront facade is less than 20'-0" long.

2.2. Zone A: Retail Storefront Design

2.2.1. Landlord Control Zone

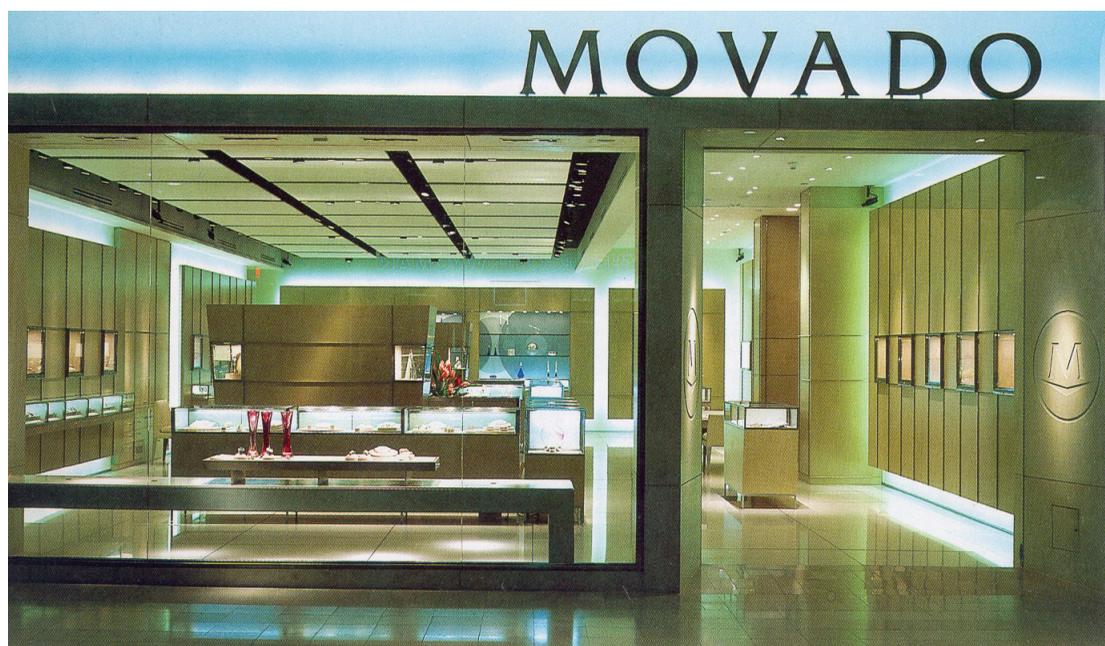
The front 1500 mm (5'-0") from the retail Tenants storefront lease line across the entire width of the store has been designated as the Landlord Control Zone. The Landlord reserves the right to refuse or request amendments, or modifications to the design of this zone in order to maintain diversity, as well as to maintain the standard of design and quality of finishes throughout the Exchange Tower. As the appearance and design of this zone is critical to the overall store appearance, all Tenants must comply with the following criteria:

- High quality hard surface flooring such as natural wood, stone or porcelain tile must be used throughout this zone. Carpeting and vinyl tile will not be permitted.
- The retail Tenants must continue the base building travertine floor tile from the lease line to the closure line.
- Ceiling materials shall be gypsum board, wood or other type of quality architectural material. Acoustical tile ceilings and open ceilings will not be permitted.
- Recessed LED lighting shall be used. Exposed fluorescent tubelight fixtures will not be allowed.
- Sprinkler heads in the ceiling shall be fully concealed with cover plates.
- Show windows which will support dynamic store window displays are encouraged.
- High quality noble materials and finishes shall be used.
- Mobile display fixtures or merchandise, either temporary or permanent, must be placed behind the Tenant entry door closure line. Merchandise racks and display fixtures must not block customer traffic flow in and out of the store.
- Freestanding temporary signage or poster holders are not allowed outside of the Tenant closure line and cannot impede traffic flow in and out of the store.
- Television monitors installed within the Landlord Control Zone can be incorporated into the overall design, but cannot be visible from the common mall area, and must be approved by the Landlord. Monitors, if allowed, and speakers shall not transmit any sound or image into the Landlord's common mall area.

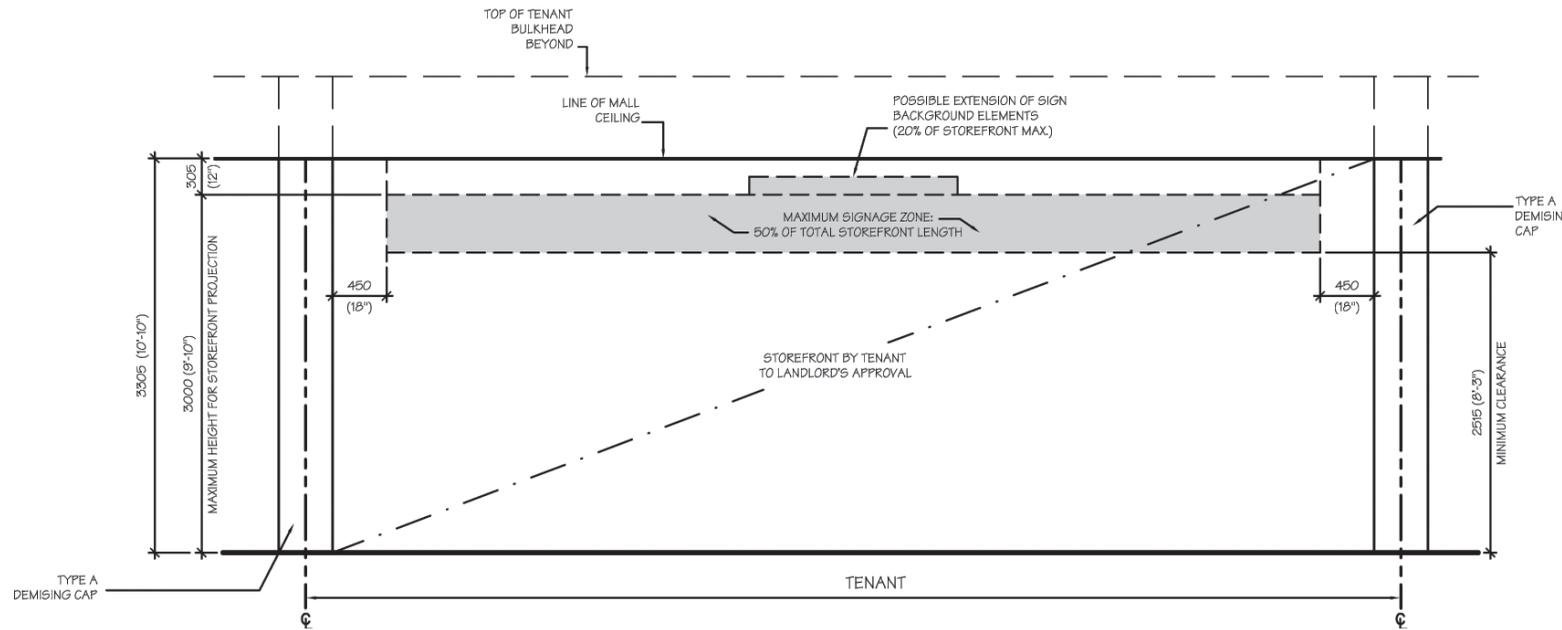
2.2.2. Typical Storefront Design

The following criteria are to be considered and incorporated into the store designs:

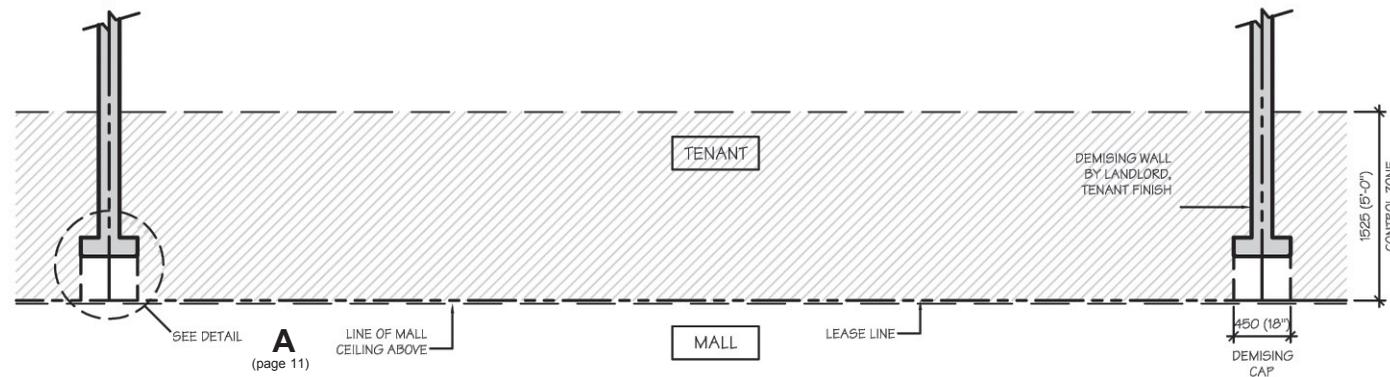
- Tenant storefront construction shall not project beyond the Tenant lease line, including signage, moldings, or any other architectural elements.
- Tenants shall maximize the use of glass to maintain a show window type concept. The storefront shall be a minimum of 70% transparent.
- Store openings shall not exceed 40% of the entire storefront width.
- Frameless glass storefronts are encouraged with a 4" high brushed stainless steel top and bottom rails. Patch fittings, butt joint glass detailing and minimal hardware are suggested.
- Other colours and finishes may be considered.
- Standard extruded aluminium metal window framing will not be allowed.
- Existing storefront drywall bulkheads may remain as is or be demolished entirely, providing storefront criteria is respected. Where still existing, sloped bulkheads must be removed and replaced by the Tenant, conforming to the design guidelines. Any alterations or repairs to bulkhead shall be by the Tenant.
- Sliding glass panels are to be frameless and must have an egress door as per the Ontario Building Code (OBC).
- One of a kind storefront designs will be required.
- For more details refer to Section 2.2.5 in reference to closure systems



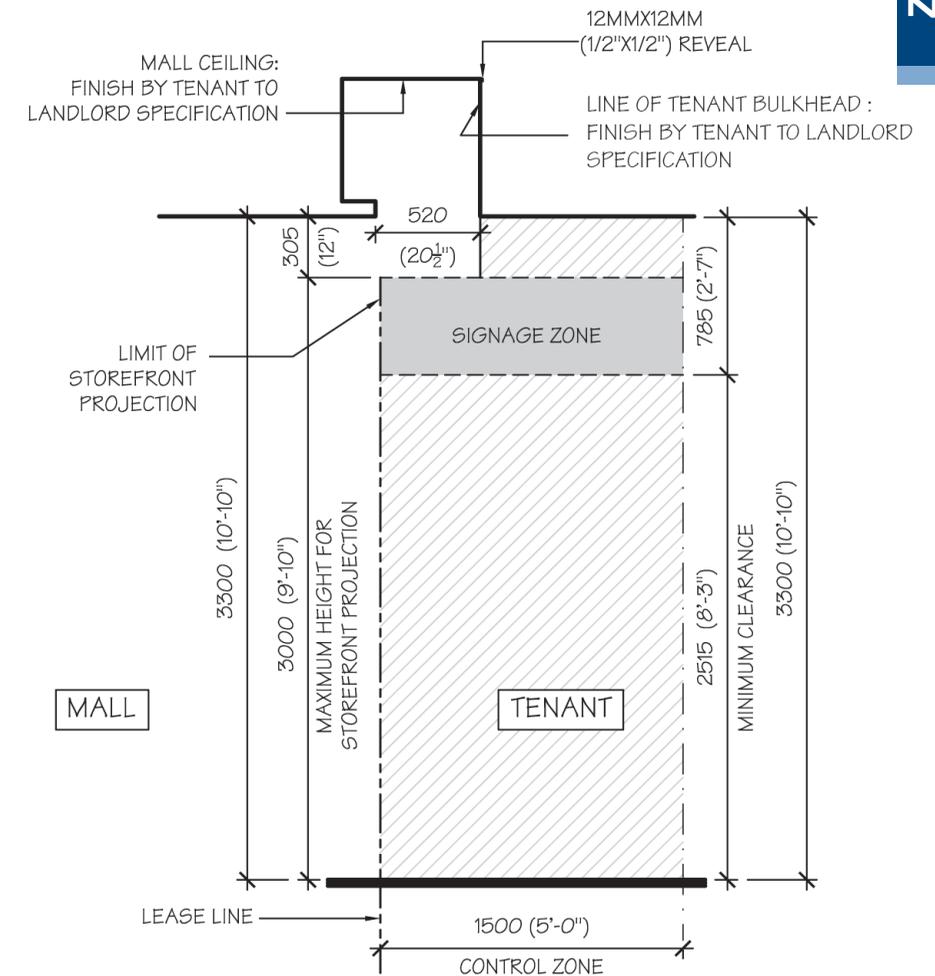
2.2.2. Typical Storefront Design



ELEVATION - TYPICAL STOREFRONT CONDITION



PLAN - TYPICAL STOREFRONT CONDITION



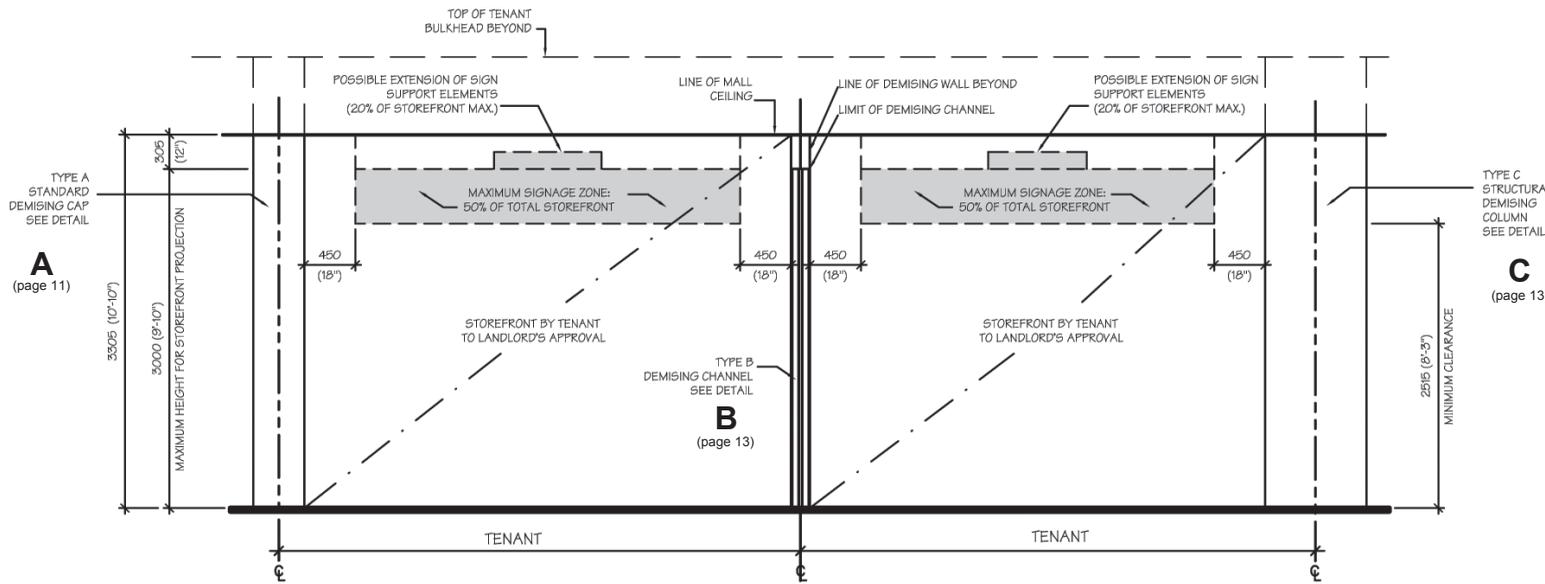
SECTION - TYPICAL STOREFRONT CONDITION

2.2.3. Variable Demising Conditions

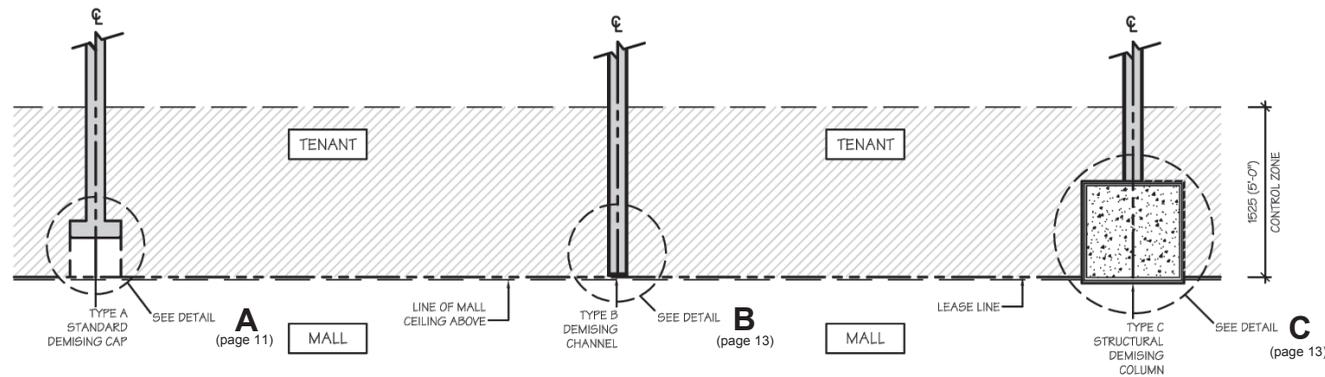
Demising Cap Features

The retail tenant's spaces will be divided according to either of the following Landlord's architectural features. Tenants may have a combination of any two demising elements. The type of dividing cap or channel will be determined by the tenant coordinator.

- Type A: Granite demising caps: These are granite clad caps on demising walls for storefront bays of at least 20' wide. **See page 12**
- Type A1: Interim demising cap: This cap, in laquered MDF, is designed for use when a renovated tenant is adjoining a non-renovated tenant. This will be replaced with a standard Type A cap when both tenants are renovated. **See page 13**
- Type B: "U" channels in anodized aluminium: These channels are used when a storefront is less than 20' in width. **See page 14**
- Type C: Granite architectural demising columns: These are full height granite clad structural columns original to the building, which divide the bays. **See page 14**

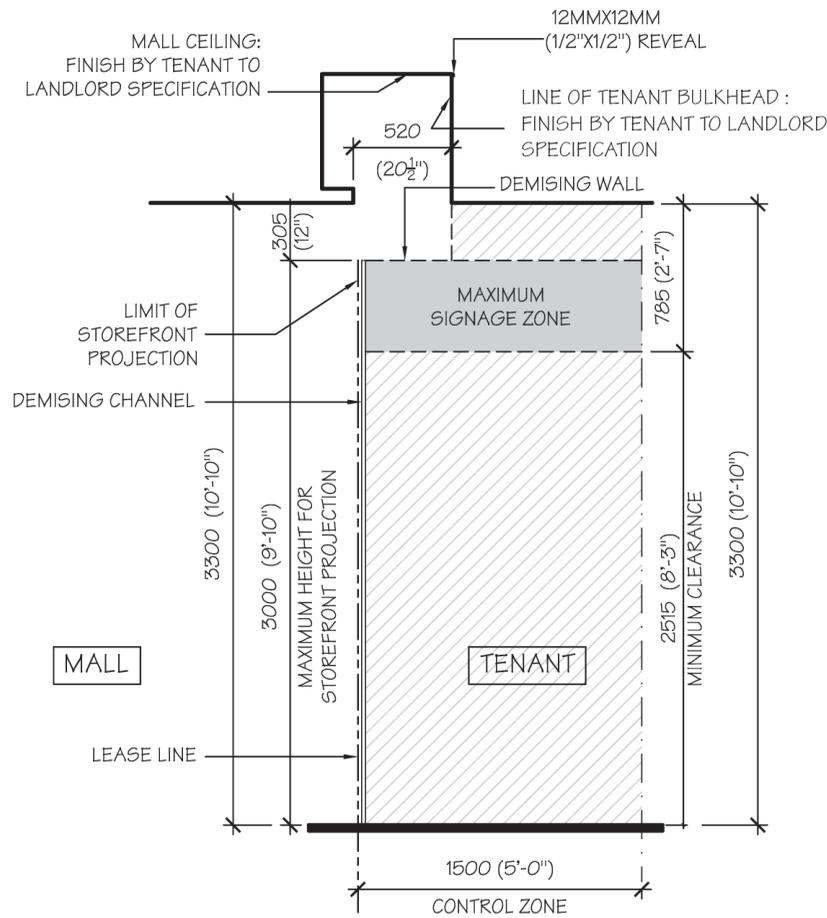


ELEVATION - VARIABLE DEMISING CONDITION

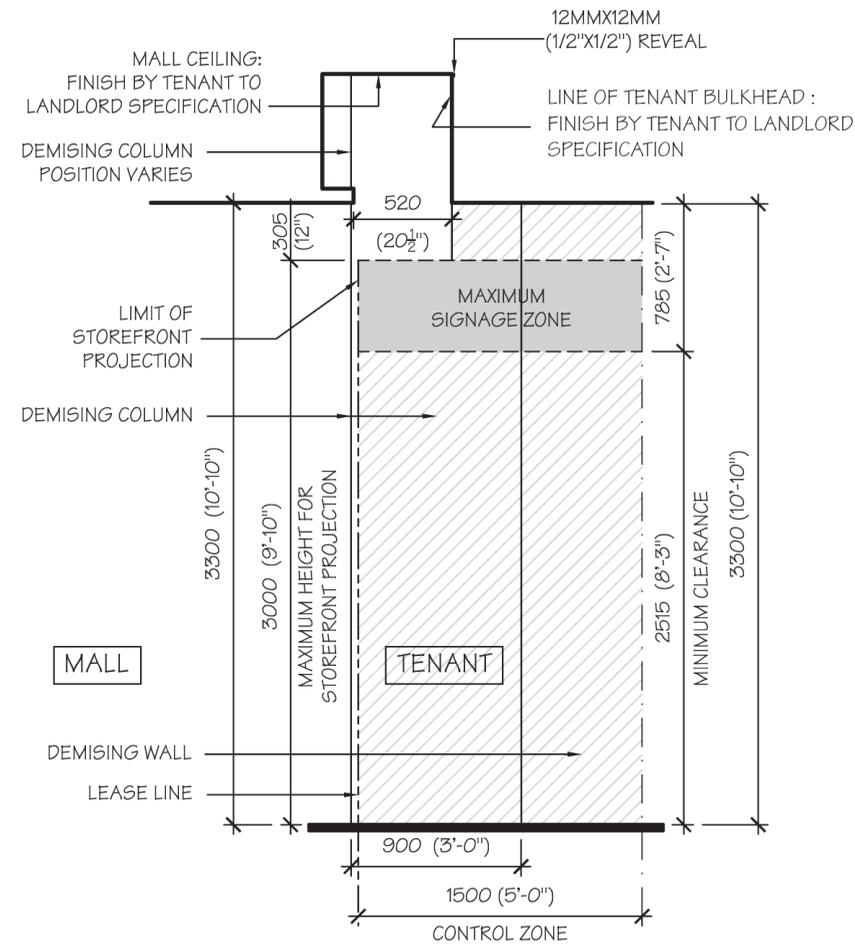


PLAN - VARIABLE DEMISING CONDITION

2.2.3. Variable Demising Conditions

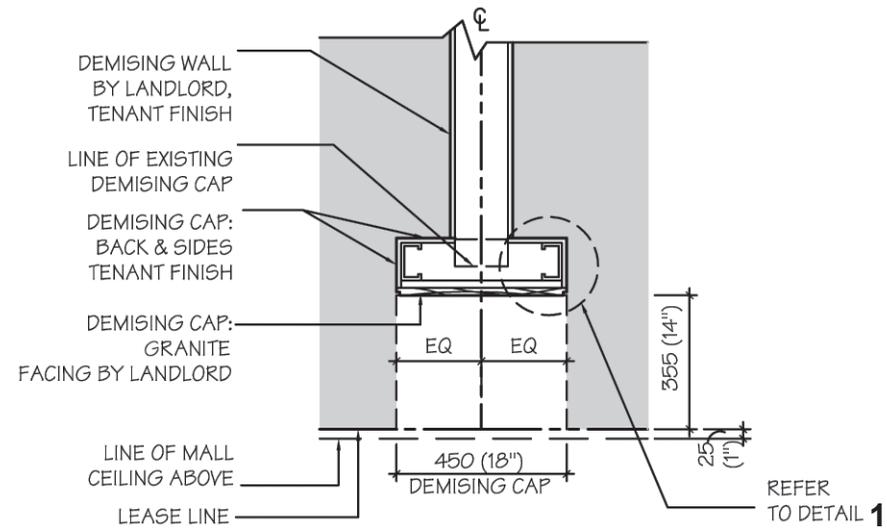


SECTION - STOREFRONT CONDITION @ DEMISING CHANNEL

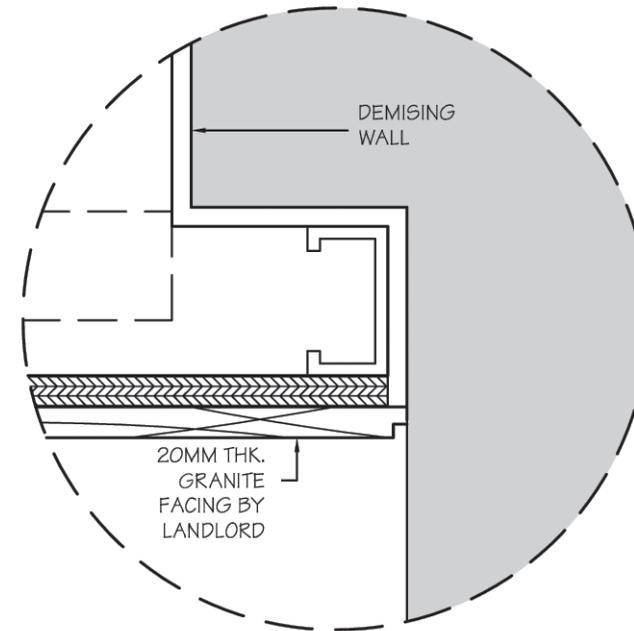


SECTION - STOREFRONT CONDITION @ DEMISING COLUMN

2.2.3. Variable Demising Conditions



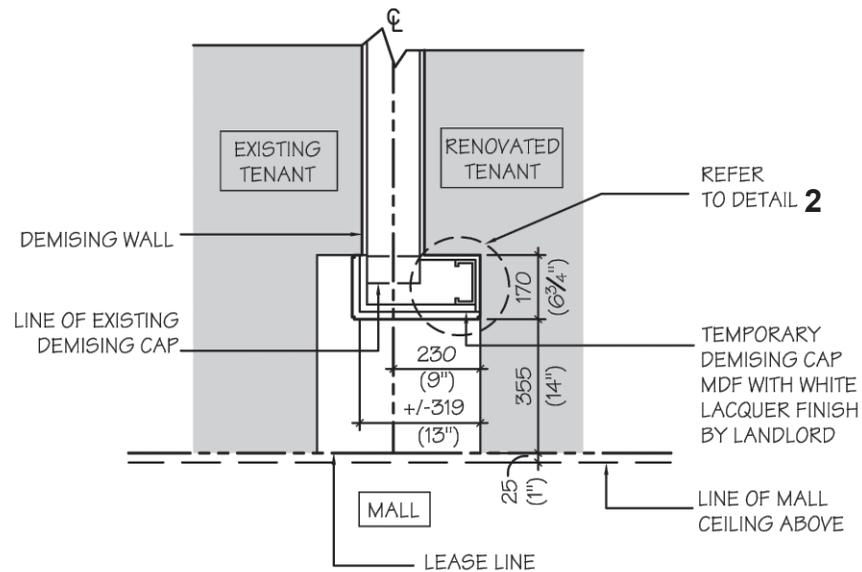
TYPE A - TYPICAL DEMISING CAP
 These are granite clad caps on demising walls for storefront bays of at least 20' wide.



DETAIL 1 - TYPICAL DEMISING CAP

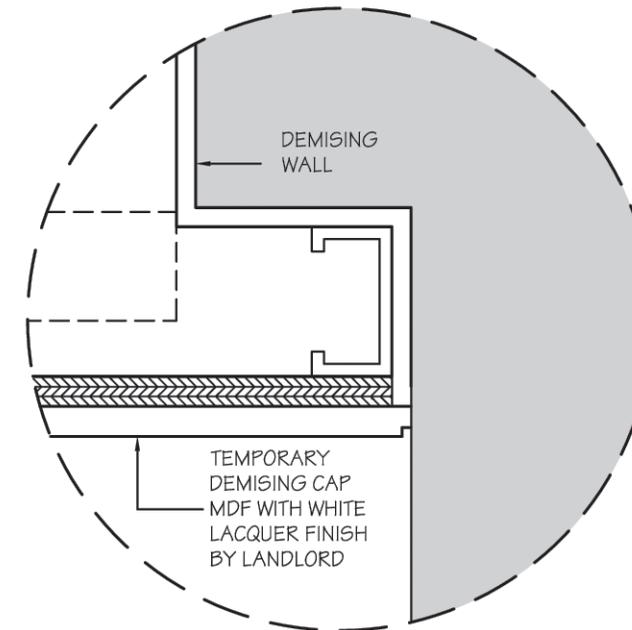


2.2.3. Variable Demising Conditions



TYPE A-1 - INTERIM DEMISING CAP

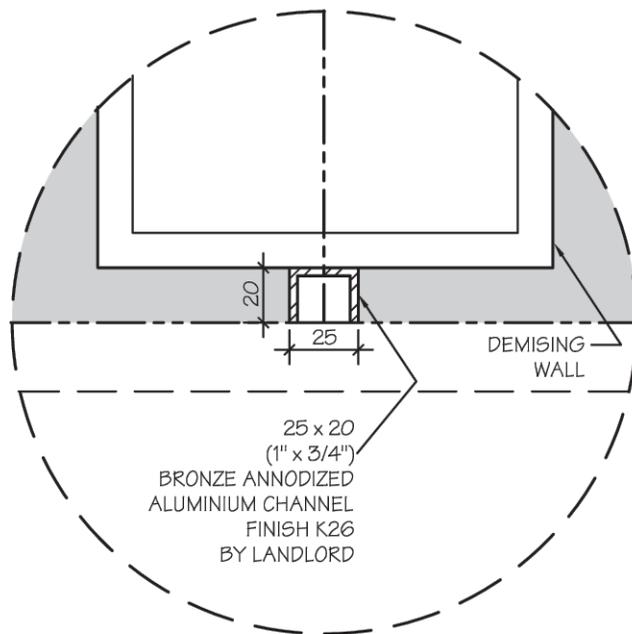
This cap, in laquered MDF, is designed for use when a renovated tenant is adjoining a non-renovated tenant. This will be replaced with a standard Type A cap when both tenants are renovated.



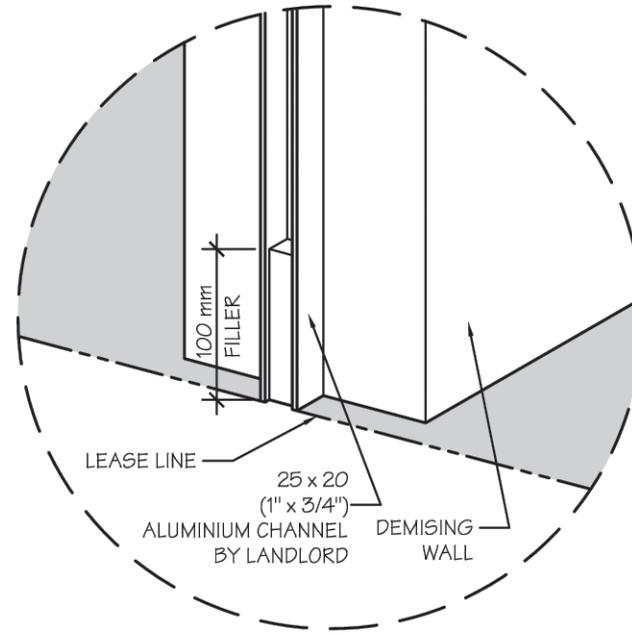
DETAIL 2 - INTERIM DEMISING CAP



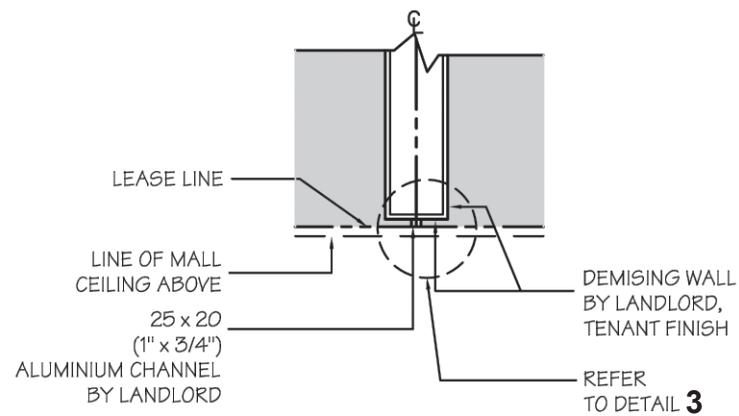
2.2.3. Variable Demising Conditions



DETAIL 3 - DEMISING CHANNEL

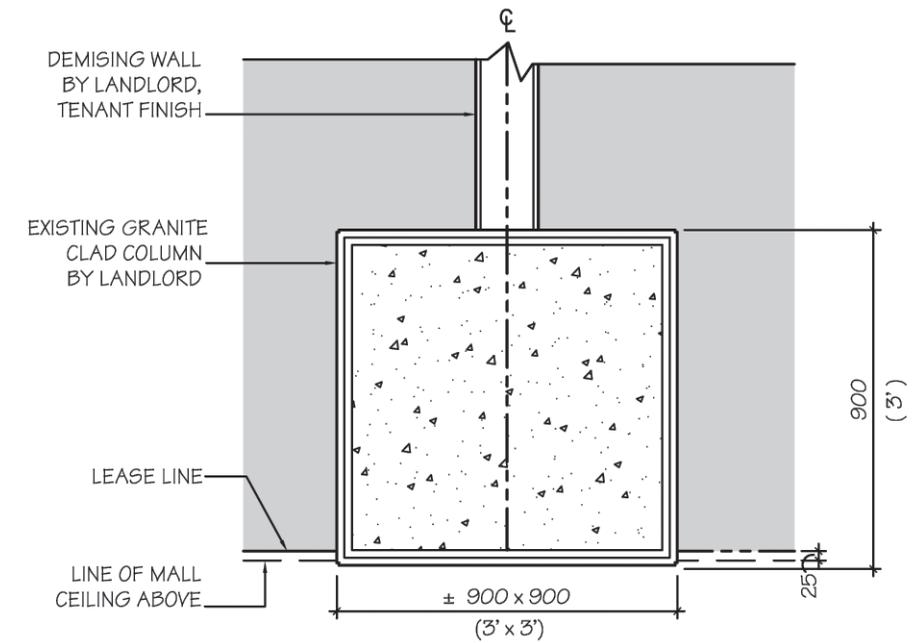


ISOMETRIC - DEMISING CHANNEL



TYPE B - DEMISING CHANNEL

“U” channels in anodized aluminium: These channels are used when a storefront is less than 20’ in width.



TYPE C - DEMISING COLUMN

Granite architectural demising columns: These are full height granite clad structural columns original to the building, which divide the bays.





Encouraged Storefront Examples

2.2.4. Storefront Security Systems

- Storefront electronic security systems and any other shoplifting detection devices must be integrated into the Tenant's storefront design. Any such devices must be concealed from view.
- Any theft detection/security device system must be submitted with the overall design submission. No system shall be installed unless approved by the Landlord. Failure to comply with this approval process will result in the removal of such systems by the Landlord at the Tenant's expense.
- All wiring to the security systems must be concealed from view. Power poles and wiring channels exposed to view are not permitted.
- After hours security systems should be monitored off site by tenant. No audible alarms are permitted after hours.

2.2.5. Closure Systems

- Tenants must provide glass closure systems, which may include pivoting doors, sliding doors, bi-folding glass doors, etc. Frameless glazing is required, although exceptions may be allowed subject to Landlord's approval. Sliding glass doors may be concealed within a pocket. All door tracks, top and bottom must be recessed flush into their surrounding surfaces.
- Swinging glass doors may be left apparent in an open and locked position as long as they do not exceed the lease line.
- Sliding storefronts must be clear glazed and be of a single track variety to minimize interruption of floor finishes. A second sliding glass panel may slide behind the first fixed panel, creating a show window. No multiple stacked glass panels are to be exposed.
- Solid doors, roll-down or sliding grill type closures and garage doors will not be permitted.
- Fully open storefronts are not permitted. Storefronts can have a maximum opening / entrance of 40% of the entire façade.
- Where the closure line is set back from the lease line, the landlord's mall floor finish must be carried to the closure line by tenant's contractor.
- Certain closure conditions may require closure grills at pre-approved locations. In this case, the closure grill, shall be by Dynamic Closures (Contact: Gerry Dent: tel. 1.905.638.9472 / Fax 1.905.639.4421); Model: Futura; finish to be clear anodized with glass panels. Closure grill track is to be fully recessed into the storefront bulkhead. End posts are to be top and bottom locking type. Spring loaded dropbolt(s) are to engage floor socket(s) and top lift bolt(s) protrude into the track and header. Lead and end walls are to be free of wall jam. The closure grill pockets are to be closed after hours when the grill is in the open position.
- Structural support for Storefronts is to be designed and/or approved by the base building structural engineer.

2.2.6. Store Interior Design Criteria

- All Tenants are required to provide a high quality, finely detailed and unique interior environment. Interior finishes for flooring, walls, ceiling, lighting, furnishings and décor are to be long-lasting and of superior commercial quality.
- All trade fixtures shall be new and of durable quality and finish consistent with anticipated heavy duty public use.
- All transitions between floor finishes of unequal thickness are to be accomplished by a gradual transition with floor leveling compound to create a smooth and level walking surface. Tripping hazards such as carpet trim strips and noticeable reducer trim are not permitted.
- Carpeting, if used within the sales area, shall be of the highest quality (minimum 32 oz quality).
- Vinyl tile or any other sheet flooring goods, as well as simulated materials such as simulated wood planks, are not permitted in the sales area.
- All ceiling construction, including drywall bulkheads and ceilings, are to be properly supported and braced to the building structure.
- Standard acoustical tile ceilings will not be permitted within the sales area.
- The Tenant must submit full details indicating finish treatment at expansion joints where they occur within the retail space.
- Retail Tenants must have minimum ceiling height of 8'-3" A.F.F. within the store. However, the tenant must inspect his space to insure that installation of Landlord's services allows these heights.
- Tenant must provide access panels where required to service Landlord and Tenant's electrical and mechanical servicing. Coordinate with base building mechanical and electrical personnel.

2.2.7. Interior Lighting Requirements

- Tenants must have a well illuminated sales area. Appointed accent lighting and varied lighting levels that will create drama and interest is encouraged. Light levels of 25 - 45 foot candle (F.C.) for general merchandise and 125 - 225 F.C. for feature displays are required.
- All light fixtures shall be of high quality commercial grade.
- No lamps or bulbs will be permitted that are directed or aimed into the mall.
- No mercury vapour or high pressure sodium lamps, strobe, spinner, chase, or moving type lighting will be permitted.
- Exposed or unshielded neon tube lighting will not be permitted, and if considered, will be subject to Landlord's approval, based on the merit of the design.
- Exposed fluorescent or standard fluorescent light fixtures of any kind will not be permitted in the sales area and may only be used in non- public, backstore areas.
- All light fixtures and installations must conform to all applicable building and construction codes and regulations.
- Tenants must have dramatic and well illuminated storefronts, emphasizing their visual presentation, display windows and architectural features. Varied light levels of 25 - 225 F.C. is suggested. Refer to Landlord Control Zone criteria.
- Tenants are required to use low energy consumption luminaries. LED type luminaires are recommended
- Recessed or decorative pendant luminaries are acceptable. Decorative pendant lights can be introduced as architectural feature lighting.
- Suspended or surface mounted track lighting systems will not be permitted.
- Lighting in coves is to be stagger-mounted for continuous illumination and to prevent hot or dark spots. Linear LED lighting is recommended.
- Fluorescent lighting will be allowed as recessed accent lighting for cabinets & counters and is not to be visible by the customers.
- No lighting shall be installed in the Landlord's storefront bulkhead or outside the demised premises other than those installed by the Landlord.

2.2.8. Storefront Signage Criteria

Primary Signage

In order to promote retail individuality along the shopping promenade, tenants are encouraged to provide interesting and unique storefront signs on their facades. All tenants must have one primary storefront sign for the purpose of store identification only. This sign must be limited to the trade name (as agreed to in the lease documentation with the Landlord) and logo; advertising or product names can not be displayed as part of the signage. Illuminated or non-illuminated graphic panels or boxes, if located within the Landlord Control Zone, may be permitted, subject to Landlord approval.

- Approval of the design of the Tenant's primary signage will be based, in part, on the following precepts:
- Signs must be located within the designated Signage Zone, and must not exceed 50% of the total storefront length and within the Signage Zone.
- Signs for retail Tenants must be a minimum of 2515 mm (8'-3") above the finished floor, and a maximum of 406 mm (1'-4") high.
- No flashing, blinking, animated or audible signs will be permitted.
- Visible or exposed light sources will not be permitted.
- All conduits, transformers or other related equipment must be completely concealed from view from the mall. Exposed brackets or fastenings must be painted out to minimize their appearance. Manufacturers' or government labels must be concealed from view.
- Certain architectural support elements for the signage may exceed the 3000 mm (9'-10") storefront height by 225 mm (9"). A 75 mm (3") clearance below the mall ceiling must be maintained. This may occur to a maximum of 20% of the total storefront length, and must be approved on a case by case basis by the Landlord. This applies to glazed retail storefronts only.

Secondary Signage

Retail Tenants may be permitted to have a secondary signage at the storefront, subject to Landlord approval. Food court Tenants are not permitted to have secondary signage.

Acceptable types of secondary signage may be:

- Sandblasted, etched or vinyl letters / logo on the storefront glass, cut-out metal or wood letters inside the storefront display windows Mosaic tile inserts within the tenants floor finish and behind the closure line.

The secondary signage:

- Must be subtle, and should not compete with the primary signage. It cannot cover more than .14 sq. m (1.5 sq. ft.) in total area for the storefront. Vinyl letters /logo are to be mounted on the interior side of the tenants space only.

2.2.8. Storefront Signage Criteria

Acceptable Types of Signage

- Silhouette (halo type) reverse channel letters with neon illumination.
- Illuminated front face or three side illuminated channel letters.
- Internally illuminated cabinet sign with routed out copy and push through acrylic letters. The sign cabinet must be recessed, or fully integrated into the façade design.
- Three-dimensional, carved or freestanding individual letters.



acceptable primary sign - internally illuminated push-through acrylic letters



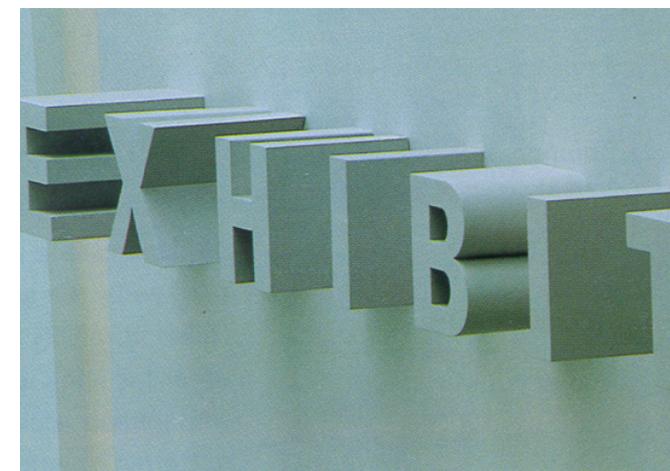
acceptable primary sign - logo type with individual letters



acceptable primary sign - reverse channel letters



acceptable primary sign - backlit individual letters

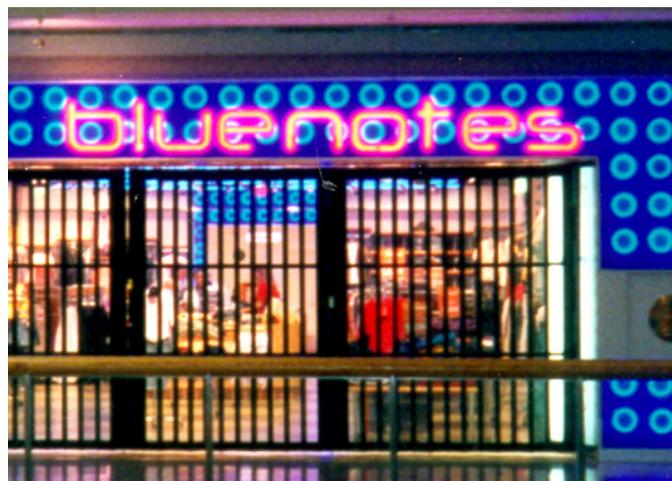


acceptable primary sign - stylized 3D letters - tone on tone

2.2.8. Storefront Signage Criteria

Unacceptable Types of Signage

- While the signs below may be acceptable in another environment, they would not be acceptable at the Exchange Tower for the reasons indicated.
- Exposed or surface mounted box or cabinet type signs.
- Exposed neon tube or open face channel letters with exposed neon tube.
- Paper, cardboard, cloth, foam or other signs that are not professional in appearance.



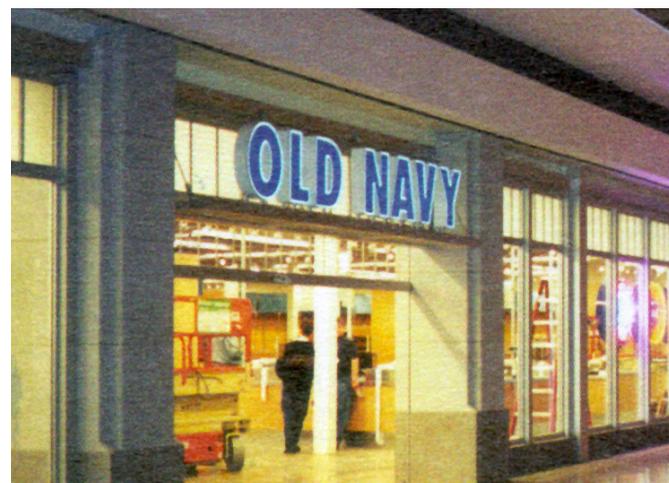
unacceptable - exposed neon tubes



unacceptable - surface mounted box sign



unacceptable - flat letters, illuminated with gooseneck lighting



unacceptable - letters exceed 16" high

2.2.9. Storefront Finishes

Storefront Materials and Finishes

The Tenant storefront materials are critical in creating a quality and dynamic retail experience. To remain consistent with the noble materials used in the Centre, and to maintain a high standard of design and retail animation, Tenants are encouraged to use natural and durable materials of superior quality.

All materials are to be installed over a durable substrate, and must be long lasting with minimal maintenance requirements.

All storefronts shall comply with all governing and applicable building and fire code requirements.

The Landlord reserves the right to reject or request substitutions or adjustments to the proposed finishes. All materials must be approved by the Landlord prior to installation. Nothing is to be attached to the Landlord's finishes.

Acceptable Facade Materials

- Tempered glass
- Sandblasted, stained, or etched glass
- Honed, polished or bushhammered natural stone
- Quality porcelain or mosaic tiles
- Mosaic tiles
- Stainless steel
- Polished, brushed or textured metals
- Finish-grade figured hardwood, stained and/or lacquered
- Quality acrylic surfaces

Landlord's Base Building Materials

The base building materials outside of Tenant areas are as follows:

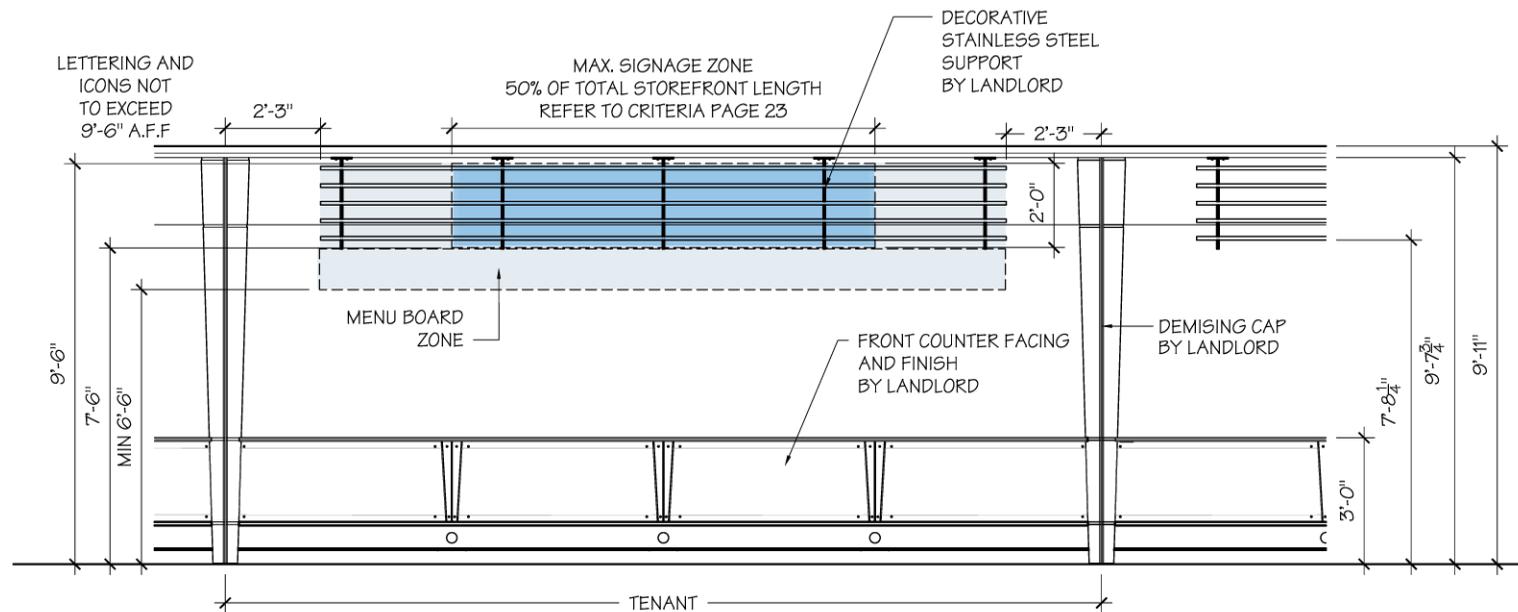
- Mall floor - Concourse and Street Level: Travertine
- Drywall ceiling: Spray applied textured paint
- Columns and Demising Caps: White granite cladding
- Mall glazing: Clear with aluminum trim in bronze anodized K26 finish

Unacceptable Facade Materials

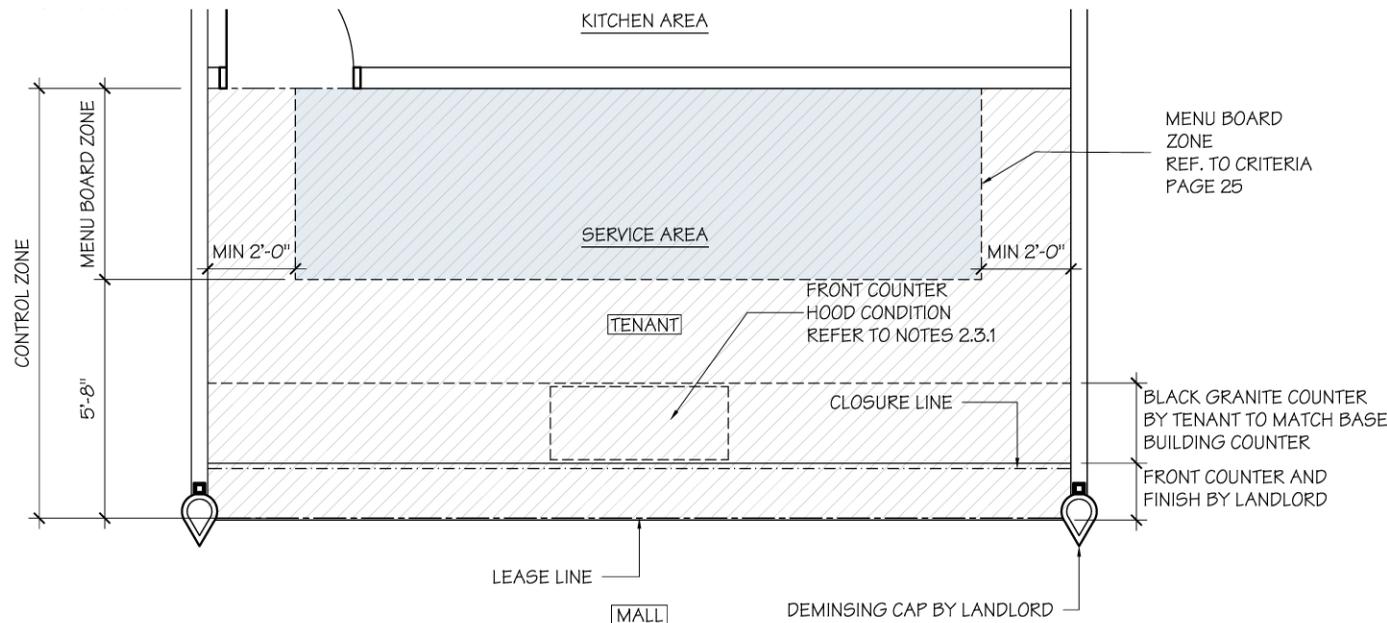
- Painted drywall
- Slatwall or pegboard
- Painted metals
- Plastic laminates
- Simulated plastic laminates: brick, stone, wood, etc.
- Vinyl or fabric wallcovering
- Mirrored finishes
- Distressed wood, masonite, plywood paneling, knotty pine, flat-cut oak
- Metal laminates
- Painted wood

2.3. Zone B: Food Court Design

2.3.1 Typical Food Court Design



ELEVATION - TYPICAL STOREFRONT CONDITION

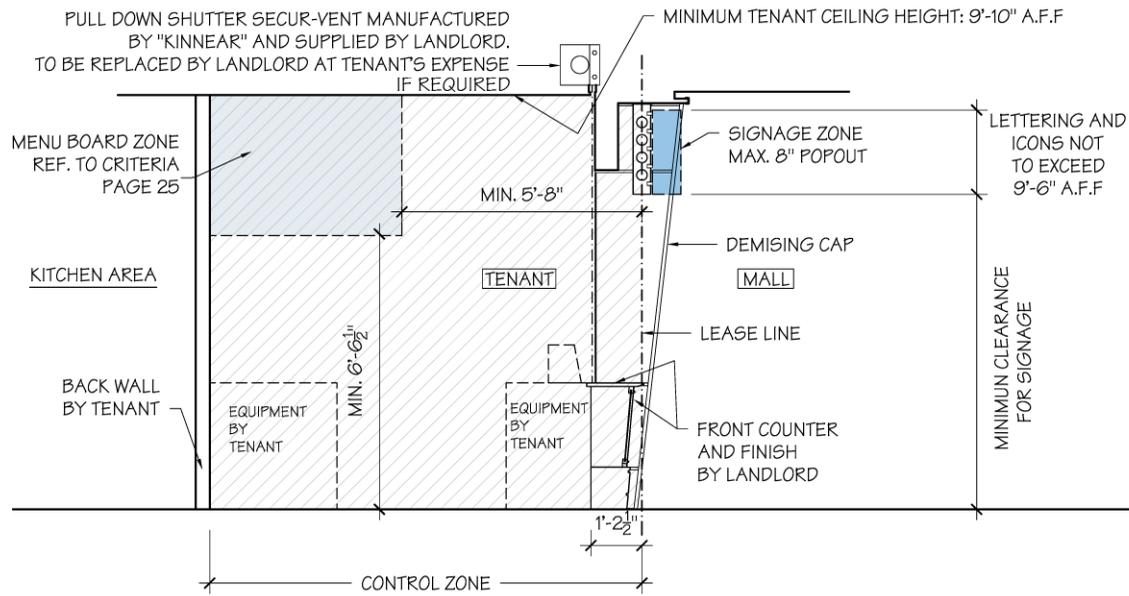


PLAN - TYPICAL STOREFRONT CONDITION

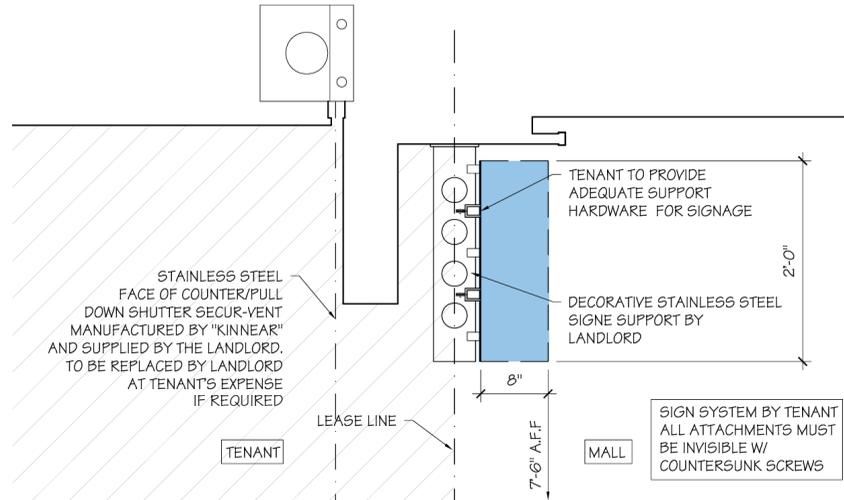
The following criteria are to be considered and incorporated into the store designs:

- Tenant construction shall not project beyond the Tenant lease line, including moldings, or any other architectural elements.
- Decorative sign support is provided by Landlord. Tenant shall provide adequate support hardware for signage and all attachments, electrical wiring and transformer must be concealed. Tenant to patch and make good any exposed holes left by mer Tenant onto the decorative sign support.
- All surfaces including floor, walls, ceiling, counters, cupboard and shelving that is located in any storage, food preparation area or walk-in cooler/freezer must be constructed of materials that are smooth, non-absorbent, free of cracks or crevices, easily washable. These materials shall be in accordance with all applicable requirements of the appropriate public health authorities.
- All visible tenant equipment, such as food display cases, shall be of high quality and must be submitted to Landlord for approval. All equipment located at front counter, including sneeze guards and display units, must not exceed 4'-6" high. All equipment located in the service area shall be finished in stainless steel. Exposed brand names will not be permitted.
- Ceiling material shall be washable. Acoustical ceilings and open ceilings will not be allowed in the Tenant service area. Ceiling in the Tenant's service area must be a minimum of 9'-10" A.F.F.
- Track & surface mounted lighting is not permitted in the control zone, recessed lighting and suspended light fixtures are encouraged.
- Tenant's hood must be clad in stainless steel with high quality detailing. Hood must be located behind the base building signage bulkhead. Exposed non-clad hoods will not be accepted.

2.3.1 Typical Food Court Design

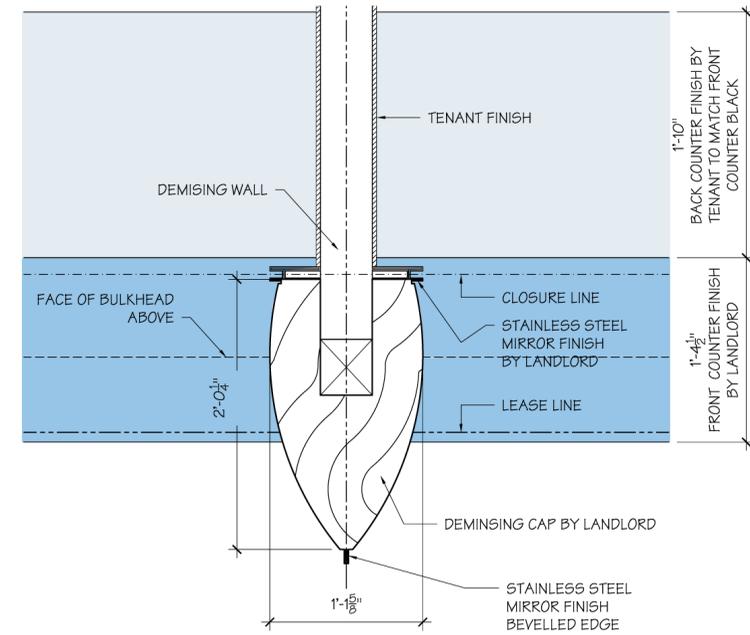


SECTION - TYPICAL STOREFRONT CONDITION



DETAIL - TYPICAL SIGNAGE ATTACHMENT

2.3.2 Variable Demising Conditions



DETAIL - TYPICAL DEMISING CAP

2.3.3. Food Court Tenant Signage Criteria

In order to promote retail individuality in the food court, food court tenants are encouraged to provide interesting and unique storefront signs on their facades. All tenants must have one primary storefront sign for the purpose of store identification only. This sign must be limited to the trade name (as agreed to in the lease documentation with the Landlord) and logo; advertising or product names can not be displayed as part of the signage.

- Approval of the design of the Tenant's primary signage will be based, in part, on the following precepts:
- Signs must be located within the designated Signage Zone, and must not exceed 50% of the total storefront length and within the Signage Zone.
- Signs for food court Tenants must be a minimum of 2745 mm (9'-6") above the finished floor, therefore a maximum of 610 mm (2'-0") high. Illuminated front face or three sides illuminated channel letters are strongly recommended.
- Prior to installation of new sign, Tenants are required to patch repair or replace the existing stainless steel bracket.
- No flashing, blinking, animated or audible signs will be permitted.
- Visible or exposed light sources will not be permitted.
- All conduits, transformers or other related equipment must be completely concealed from view from the mall. Exposed brackets or fastenings must be painted out to minimize their appearance. Manufacturers' or government labels must be concealed from view.
- All signs must be self illuminated cut out letters mounted directly on the sign support, without a back panel.

2.3.4. Food Court Tenant Menu Board Criteria

In order to maintain a pleasant and high quality food court ambiance at the Exchange Tower Food Court, tenants are encouraged to use well designed, non-commercial menu boards in their stores. Menu boards designs must be reviewed and approved by the landlord before construction. Below is a list of guidelines and photos to illustrate them.

- No embellished menu frames. Maintain simple sign frames. Images to remain inside menu frames.
- No more than 40% illustrations will be permitted on the menu boards.
- Dark background with light text or images encouraged. Limit sign colors to avoid multicolor appearance.
- No reflective glass or Plexiglas to avoid undue reflections
- No gratuitous advertising panels or illustrations other than tenant logo.
- Front lit menu boards are encouraged using pendant or recessed lighting. Surface mounted track lighting is not permitted.
- For backlit menu boards, avoid high light levels so as not to take away from the food court ambiance. LED backlit menu boards are preferable over fluorescent back lighting.
- Handwritten menu boards on blackboards are permitted, providing the writing has a professional appearance. Luminescent handwritten boards are not permitted.

2.3.3. Food Court Signage Criteria

Acceptable Types of Signage



Internally illuminated three sided acrylic letters with opaque front face



Three dimensional cut out face-lit acrylic letters with LED illumination and opaque backing



Channel letters with illuminated front face

Unacceptable Types of Signage

While some of these signs may be acceptable in another environment, they would not be acceptable at the Exchange Tower for the reasons indicated.



Paper, cardboard, cloth, foam or other signs that are not professional in appearance.



Exposed neon tube or open face channel letters with exposed neon tube.



Exposed or surface mounted box or cabinet type signs

2.3.4. Menu Board Criteria

Acceptable Types of Menu Board



Well designed menu boards with dark background and light text are encouraged.



Maintain simple menu board frames



Low light level integrated LCD screen illustration.

Unacceptable Types of Menu Board



Overly embellished menu frame.



No surface mounted tracklights. Illustrations covering over 40% of the menu boards will not be permitted.



Overly lit, multicolour menu boards with over 40% illustration.

2.3.5. Storefront Finishes

Service Area Materials and Finishes

The Tenant materials installed in the service area, open to the mall public view, are critical in creating a quality and dynamic retail experience. To remain consistency with the noble materials used in the Exchange Tower, and to maintain a high standard of design and retail animation, Tenants are encouraged to use durable materials of superior quality.

All materials are to be installed over a durable substrate, and must be long lasting with minimal maintenance requirements.

All Tenants shall comply with all governing and applicable building and fire code requirements.

The Landlord reserves the right to reject or request substitutions or adjustments to the proposed finishes. All materials must be approved by the Landlord prior to installation. Nothing is to be attached to the Landlord's finishes.

Acceptable Service Area Materials

- Tempered glass
- Quality porcelain
- Mosaic tiles
- Stainless steel
- Finish-grade figured hardwood, stained and/or lacquered
- Quality acrylic surfaces
- Plastic laminates
- Metal laminates

Unacceptable Service Area Materials

- Painted drywall
- Slatwall or pegboard
- Sandblasted, stained, or etched glass
- Brushed or textured metals
- Painted metals
- Simulated plastic laminates: brick, stone, wood, etc.
- Vinyl or fabric wallcovering
- Mirrored finishes
- Distressed wood, masonite, plywood paneling, knotty pine, flat-cut oak, painted wood

2.3.6. Interior Lighting Requirements

- Tenants must have a well illuminated service area. Appointed accent lighting and varied lighting levels that will create drama and interest is encouraged.
- All light fixtures shall be high quality commercial grade.
- No lamps or bulbs will be permitted that are directed or aimed into the mall.
- No mercury vapour or high pressure sodium lamps, strobe, spinner, chase, or moving type lighting will be permitted.
- Exposed or unshielded neon tube lighting will not be permitted, and if considered, will be subject to Landlord's approval, based on the merit of the design.
- Exposed fluorescent or standard fluorescent light fixtures of any kind will not be permitted in the sales area and may only be used in non- public, backstore areas.
- All light fixtures and installations must conform to all applicable building and construction codes and regulations.
- Tenants must have dramatic and well illuminated storefronts, emphasizing their visual presentation, display windows and architectural features. Varied light levels of 25 - 225 F.C. is suggested. Refer to Landlord Control Zone criteria.
- Tenants are required to use low energy consumption luminaires. LED type luminaires are recommended.
- Recessed or decorative pendant luminaires are acceptable. Decorative pendant lights can be introduced as architectural feature lighting.
- Suspended or surface mounted track lighting systems will not be permitted.
- Lighting in coves is to be stagger-mounted for continuous illumination and to prevent hot or dark spots. Linear LED lighting is recommended.
- Fluorescent lighting will be allowed as recessed accent lighting for cabinets & counters and is not to be visible by the customers.
- No lighting shall be installed in the Landlord's storefront bulkhead or outside the demised premises other than those installed by the Landlord.

3.1 Mechanical Requirements

3.1.A Smoke Evacuation System:

The retail levels of The Exchange Tower are protected with a central smoke venting system. All Tenants are required to:

- Maintain the location of the existing smoke exhaust ductwork, dampers and smoke exhaust air transfer ducts and openings in demising walls. Do not relocate or remove smoke exhaust ductwork or dampers without the approval of the Landlord. Do not block existing chain link openings for transfer air.
- Provide direct access to the smoke evacuation duct opening in ceiling from Tenant space (i.e. 24" x 48" in T-bar ceiling, or 30" x 30" in drywall ceiling).

3.1.B Fire Hose Coverage:

The retail levels of The Exchange Tower are protected with a standpipe system equipped with 75 ft fire hoses and fire extinguishers located throughout the concourse and ground floor levels.

If additional standpipe services are required, or need to be relocated as a result of the Tenant's layout, this work will be performed by the Landlord's contractor at the Tenant's expense.

3.1.C Sprinklers:

- The building is fully sprinklered.
- The retail level sprinkler coverage shall be designed as Ordinary Hazard, Group 2, or greater.
- Sprinkler heads shall be standard coverage and response type.
- Sprinkler heads shall be concealed type in drywall ceilings.

3.1.D Chilled Water Supply:

- The building has a central chilled water plant that provides chilled water in the range of 45 to 50 degrees Fahrenheit during normal business hours depending on outside ambient temperature. The higher chilled water supply temperature should be the basis of design when dehumidification control is not required.
- The Tenant shall specify cooling equipment based on a minimum chilled water temperature rise of 15 degrees Fahrenheit, with a minimum working pressure of 300 PSI, and a maximum pressure drop of 15 ft.w.g.
- Unless noted otherwise, the Landlord will provide valved and capped connections at the demising wall sized to suit an internal heat gain allowance of 30 BTU/square feet.
- The Tenant designer shall specify a balancing valve with the maximum flow demand to be set by the Landlord approved Balancing contractor.
- If the Tenant requires additional cooling or extended hours of operation, these may be provided by the Landlord, if available, as an additional operating cost to the Tenant.

3.1.E Ventilation :

- Outdoor air supply to the retail levels is supplied by the Landlord's central air handling units that provide conditioning to the mall.
- The building has a limited network of sanitary exhaust ducts for Tenant washrooms. If required, and available, sanitary exhaust ductwork services shall be installed by the Landlord's contractor at the Tenant expense.

3.1.F Controls :

The building has an Energy Control and Monitoring System (ECMS) manufactured by Johnson Controls Inc. This system provides automatic control of all heating, ventilation and air conditioning equipment, and reports any alarms back to the building services center.

All mechanical equipment shall be specified to operate only during occupied hours and be shut-down during non-occupied hours. The Tenant shall ensure that control valves are closed automatically during unoccupied periods.

All HVAC controls shall be supplied and installed by Johnson Controls and connected to the building's ECMS.

3.1.G Heating :

Ground floor perimeter retail units have floor mounted fan coil units that provide cooling and heating. Tenants are required to maintain adequate service space for the proper maintenance and operation of these units.

3.1.H Plumbing :

The building has a limited supply of plumbing connections, and therefore, unless specified otherwise in the Lease, the Landlord can not guarantee that domestic cold water, sanitary or vent connections are available within the premises or directly below the premises.

- If required, and available, plumbing service connections shall be installed by the Landlord's contractor at the Tenant expense.
- The Tenant is responsible for installation of water heaters within their premises. Water heaters shall meet minimum energy star ratings.
- Hot water tanks must be installed with a containment pan with a drain hooked up directly to a floor or hub drain. Provide a leak detection system and solenoid valve to alarm, and automatically shut off cold water supply upon detecting moisture in the containment pan.
- Tenant shall be responsible for all internal distribution of supply, waste and venting of new fixtures. All piping to be as follows:
 - Sanitary and vent greater than 2" shall be cast iron
 - Sanitary and vent 2" and less shall be type "DWV" copper
 - Domestic cold, hot and tempered water shall be Type L copper
- Cold, hot and horizontal drain lines shall be insulated with vapour barrier
- Tenant shall provide an electronic type water meter (as manufactured by Carma) for each main water connection servicing the space .
- Plumbing fixtures shall be low water consumption type, as follows:
 - Washroom fixtures shall be commercial grade
 - Water closets shall be low consumption type (6.0 LPF) or dual flush system.
 - Urinals are to be low consumption type (1.9 LPF).
 - Lavatory faucets shall be equipped with an energy efficient aerator.
 - Kitchen sink faucets shall have a maximum discharge of 8.7 LPM.
- Tenants shall connect directly to the building stack only. Tenants shall not connect to other tenant's drain lines for convenience.

3.1.1 Additional Requirements for Food Court Tenants :

- Grease interceptors shall be installed where required by local jurisdictions or determined by the Landlord's engineer.
- Any cooking appliance(s) that is likely to release grease laden vapours shall be exhausted in accordance with NFPA-96. Hoods shall be as Variflow cold water spray with hot water wash ventilators providing a continuous mist spray as manufactured by Spring Air.
- Make up air for the Food Court retail units is provided by the mall ventilation systems. Operation of Tenant kitchen exhaust systems is restricted to the hours of operation of the mall ventilation systems.
- Kitchen exhaust ductwork shall be 16 GA galvanized steel with continuously welded joints. Maintain minimum clearance to existing and new combustible materials present in the ceiling plenum in accordance with NFPA-96.
- Each CRU is serviced with a 2" gas valved and capped connection rated for 500 CFH at 7" w.g. Tenants shall ensure that gas service to kitchen appliances is equipped with an automatic shut off valve in event of fire.
- In the event of a fire, a remote signal shall be sent for the automatic shutdown of the ventilation make up air unit.
- Tenants shall provide supplementary fire extinguishers and kitchen hood protection systems in accordance with Code requirements.
- Each CRU is provided with a 1" valved and capped domestic cold water service, a 2" vent capped connection and a 4" sanitary capped connection located below the slab in the underground parking garage.
- Provide heat tracing of sanitary traps in parking garage. Avoid installing any wet pipes in parking garage. If wet pipes are installed in parking garage, provide heat tracing for frost protection.
- Tenant shall provide gas meter connected to the Landlord central monitoring system's ECMS.

3.2 Electrical Requirements

The electrical service will be supplied to the premises at 120/208V/3PH/4W based on a calculated load of 8 watts per square foot unless requested otherwise.

Should the required service be above 100 amps, the service may be provided at 600V/3PH/3W, with the necessary transformer supplied and installed by the Tenant at his expense. The Landlord shall terminate the service at an unfused disconnect switch within the retail space.

All wiring must be RW90-XLPE, minimum #12AWG. Utilize solid wiring for #10AWG and smaller. Stranded wiring shall be used for #8 AWG and larger.

Wiring shall be run in EMT conduit utilizing steel set-screw connectors and couplings. Aluminum cast connectors and couplings are not acceptable. BX cabling may only be used where not visible, for final drops to outlets. BX cabling shall not exceed 10' runs and may NOT be run directly into panelboards.

All work related to the fire alarm system shall be performed by the Landlord's base building fire alarm contractor at Tenant's expense.

3.3 General Requirements

- 3.3.A** Mechanical and electrical consultants should visit the site before preparing sketches of their layout.
- 3.3.B** Mechanical and electrical consultants should verify that no interference exists with work in spaces below slab.
- 3.3.C** Location of holes to be submitted to Exchange Tower for structural engineer's approval.
- 3.3.D** Height limitations to be checked in Tenant premises under existing Landlord's services.
- 3.3.E** Access openings to all base building items in ceiling space shall be installed in the Tenant's ceiling by Tenant.
- 3.3.F** Size of the electrical service shall be specified by Tenant's designer, otherwise the service will match the indicated load.
- 3.3.G** Public address speakers are installed on the mall ceiling at about 75 feet on centres.
- 3.3.H** All electrical, natural gas, and domestic water services must be metered by connection to the Landlord's centralized metering system using the Landlord's approved meters.

If extensive partitioning is used and additional speakers are required within the Tenant's premises, this work shall be done by Landlord's contractor at Tenant's expense.

3.4 Consultant's Checklist

Electrical:

1. Location of service termination.
2. Power voltage and size of service.
3. Location of telephone conduit termination.
4. Electrical Load Summary required. (*Refer to section 3.5*).

Mechanical:

1. Location and size of cold water service.
2. Location and size of sanitary vent.
3. Location and size of drain connection(s). (*Refer to section 3.3.C*).
4. Grease traps, if required, by Tenant under counter or as required.
5. Gas Line(s) and Meter, if required, installed by Landlord at Tenant's expense. (Location and size to be specified).
6. Location of Kitchen exhaust and C.F.M. required.
7. General ventilation at night for refrigerator cooling.
8. Air velocity across counters and doorways, where applicable in special conditions.
9. Heating/cooling load calculations required.

3.5 Electrical Load Summary Requirements

Designer to submit this form to the Engineer. The completed form must then be issued for approval to the Tenant Coordinator.

Tenant:		Tenant No.:	
Designer:			
Contact:		Telephone:	
Store Name:		Sq. Ft.:	
Area Name:			
Electrical Load Summary - Ballast Loss must be included.:			
Fluorescent Lighting at:	Volts:	Watts:	
Incandescent Lighting at:	Volts:	Watts:	
Mercury Lighting:	Volts:	Watts:	
Electric signs:	Volts:	Watts:	
No. of receptacles:	Volts:	Watts:	

Hot water heater for washroom at:	Volts:	Watts:	
Air Conditioning at:	Volts:	Watts:	
Special purpose receptacles (specify):			
Watts:			
Note: If space insufficient, provide additional list with complete data on loads.			
Total connection load at 120 / 208 volts, 3 phase:	Watts:		
Total connection load at 347 / 500 volts, 3 phase:	Watts:		
Total connection load:	Watts:		



4.1 Tenant Information Package

The Tenant Information Package provided to all Retail Tenants shall include the following documents as available:

1. Lease and Lease exhibits: this will define the Tenant's obligations.
2. Lease Plan - will define the Tenant's overall location within the retail centre and dimensions of their space in relationship with the Lease Line. It is to be clearly understood that the Landlord does not in any way guarantee the accuracy of the information contained in such drawings; the Tenant remains responsible for ensuring that the conditions on site and site dimensions are verified and correctly reflected in the Tenant's drawings.
3. Tenant's Design Criteria - This booklet together with the revisions to the criteria if applicable.
4. Guidelines for Tenant Improvements as available.

4.2 Tenant Design Approval Process

1. In accordance the Lease, all Tenants are required to supply complete architectural (including separate sample boards), structural (if required), mechanical and electrical working drawings for all leasehold improvements.
2. The Tenant shall employ professional designers and/or architects, electrical and mechanical engineers registered in the Province of Ontario, all subject to Landlord's approval, for the preparation of drawings and specifications. Tenant plan submittals shall bear the seal, number and signature of the relevant consultant.
3. The Tenant may wish to retain the Base Building's Mechanical and Electrical Engineering Consultants under direct contractual arrangement for the production of working drawings. If the Tenant chooses to employ Consultants other than the Base Building Consultants for its design work, the Landlord may, at his discretion, have such drawings checked by the Base Building Consultants in order to ensure compatibility with the building's systems. The cost of this review will be charged to the Tenant. A list of Base Building Consultants is included in this Manual.

4. The Tenant shall be obligated to provide a copy of this Manual to the appropriate design and construction personnel involved with its premises. The tenant and / or their representative must acknowledge that they have read and have understood the terms of this Manual by signing the form found on page 30 of this package.
5. After receiving the Tenant Information Package and prior to starting any design or documentation, the Tenant, Tenant's designer and contractor shall make a detailed inspection of the Leased Premises. It is the Tenant's complete responsibility to verify and confirm all dimensions, clearances and existing conditions within the Leased Premises.
6. If there are any deviations from the Design Criteria, the Tenant shall submit a written request for the Landlord's review and approval which shall be at Landlord's sole discretion.
7. Tenants and their architects/interior designers are encouraged to design their storefronts exploring creative uses of merchandising, lighting and signage. The interior of each store should be consistent with the design concept or image created by the storefront. These design goals can be accomplished through close attention to detail, use of high quality materials, good craftsmanship and innovative design.
8. Changes made between Landlord's approved drawings and actual construction will require Landlord's written approval. Such approved alterations shall be made at the Tenant's expense. The approved drawings must be kept at the job site at all times.
9. Tenant construction shall proceed only after Tenant has complied with all requirements set out in the Guidelines for Tenant Improvements.
10. All projects must comply with the current construction laws, building codes, rules & regulations of Ontario and standards of construction quality of the Exchange Tower base building construction.
11. Tenants' consultants are to review the relevant sections of the lease for specifics regarding architectural, electrical and mechanical information.

4.3 Preliminary Submission Requirements [Step 1]

The first submission to the Landlord should be made as soon as the Tenant's Architect or Designer has completed preliminary drawings outlining the conceptual ideas for the store.

- The preliminary submission will not be reviewed unless total preliminary package has been submitted.
- The purpose of this phase is to acquaint the Landlord with the Tenant's intentions and to ensure compliance with the Tenant Information Package and base building installations before the final drawing phase.
- Drawings shall not exceed 762 mm x 1067 mm (30" x 42") in size.
- Preliminary drawings shall include 3 sets of prints, stapled into complete sets and two sample boards. These must be submitted to the Landlord's Tenant Design Coordinator as a total package as follows:
 1. Preliminary floor plans (scale 1:50 or 1/4"=1'-0"), indicating interior design concept and equipment layout.
 2. Preliminary reflected ceiling plans (scale 1:50 or 1/4"=1'-0"), indicating ceiling heights, materials, light fixture types and locations.
 3. Storefront elevations and sections. Locate all major elements and indicate materials and finishes. Submit one storefront elevation in colour (scale 1:50 or 1/4"=1'-0" minimum).
 4. Details of storefront signs, sections and materials of construction. Indicate letter style and size of graphics including colour and methods of illumination.
 5. Interior elevations (scale 1:50 or 1/4"=1'-0").
 6. Details of proposed menu boards, if applicable.
 7. Two complete sample boards, maximum 216 mm x 356 mm (8 1/2" x 14"), displaying fully and accurately samples of all finish materials and colours to be used, cross-referenced to the drawings. **No plans will be reviewed and approved without a sample board.**
 8. Colour photo or colour graphic illustrations of the storefront and interior space.

The Landlord will require 10 business days to review Tenant's preliminary submission.

4.4 Final Submission Requirements [Step 2]

Final review drawings shall incorporate the required changes from Submission 1, be of construction document quality and include 5 sets of the following minimum information (this must be submitted as a total package to the Tenant Design Coordinator). The Landlord will not review partial submissions.

- The Landlord reserves the right to alter any section of Design Criteria information without notice, which may necessitate a further submission by the Tenant.
- These drawings will be reviewed by the Landlord for compatibility with the overall project, comments and/or approval will be marked on one (1) set of drawings or in a letter addressed to the Tenant or its designated representative. Such comments must be distributed to the Tenant's designer/architect and electrical/mechanical consultants.
- All plans, sections and details should clearly indicate the relationship between lease line and demising wall(s) and the design elements. All plans, sections and details should clearly indicate the relationship between the lease line and the storefront.
- Plans shall show building grid lines, scale, designer's name and address, stamp, date of issue and revision number.
- For the purpose of this Manual, the drawings approved by the Landlord shall be called "Approved Drawings". Any revisions made to the Approved Drawings by the Tenant and/or agents must be submitted to the Landlord for further approval.
- The Landlord will require ten (10) working days to review the Tenant's design submittal. The review will begin upon receipt of the complete design package, including Architectural, Electrical, Mechanical, and if required, Structural drawings.

Architectural

5 sets of drawings & Specifications, 2 samples boards

1. Key Plan showing the location of the demised premises within the project.
2. Demolition Plans (scale 1:50 or 1/4"=1'-0").
3. Final Floor Plans (scale 1:50 or 1/4"=1'-0"). Storefront location and configuration. Locate partitions, fixtures, shelving, racks, counters, signs by dimension and location. Specify all materials, colours and finishes. Indicate any services to be installed that require cutting into the floor slab. Details of mechanical and electrical requirements.
4. Final Fixture Plan (scale 1:50 or 1/4"=1'-0") and final details, including sections, elevations, and finishes for all store fixtures.
5. Final Storefront Elevation and Sections (scale 1:20 or 1/2"=1'-0") showing the storefront relationship with the Lease line and the Landlord's construction elements. Indicate door sizes, construction details, type and direction of opening. Submit a complete storefront elevation in full colour, including signage. Submit shop drawings of glazing, including complete sections and details through storefront bulkhead sufficient for construction, showing the relationship between the Tenant's ceiling and the base building bulkhead and structural support details if suspended from above. Detail sections through floor track assemblies for sliding doors. Indicate the method of connection to ceilings, blocking and framing members. Provide details for all structural supports. Specify all storefront finishes, materials and colours.
6. Final Details of Storefront Signs (scale 1:10 or 1"=1'-0"), elevation and section views, letter style and size of all graphics from Submission Step I. Detail dimensioned location on bulkhead and lighting requirements; all colours and materials, methods and colours of illumination and wattage requirements, complete mounting details. Proposed signage is to be presented for review on a Manufacturer's Shop Drawing.
7. Final Menu boards indicating all materials and graphics shall be submitted for the Landlord's approval.
8. Two complete Sample Boards - if samples are different from the ones submitted with the preliminary drawings (size not to exceed 216 mm x 356 mm [8 1/2" x 14"]). Colour and material samples must be firmly affixed to the illustration board and labelled complete with fire ratings to suit the City of Toronto code requirements. All samples shall be identified and cross-referenced with the plans as part of the submission package. **No plans will be approved without a sample board.**
9. Reflected Ceiling/lighting Plan (scale 1:50 or 1/4"=1'-0"), indicating ceiling materials and

suspension system, various heights, location of all light fixtures, their manufacturer's name and catalogue cut sheets, lamps to be used and mounting details (recessed, surface, etc). general pattern, grilles, diffusers, speakers, sprinkler heads, coves, recesses and access panels. Specify ceiling material by name, thickness and colour, as well as fire rating if required by Code.

10. Interior Elevations (scale 1:50 or 1/4"=1'-0"). Specify wall and fixture finishes. Indicate colours and materials counter referenced with the sample board.
11. Interior Details and Sections, sufficient for construction - (Scale 1:10 or 3"=1'-0") Details showing method of connecting, blocking, framing and mounting of the store fixtures and signs.
12. Interior Finish Schedule

Mechanical

4 sets of drawings (scale 1:50 or 1/4"=1'-0"), Specifications, and digital plans in AutoCAD2000® format with any required XREF, CTB, and font files also included.

All Tenants will be required to retain the services of a mechanical consultant for the preparation of their mechanical plans. All Tenants will be encouraged to employ the services of the Base Building's consultants.

1. Demolition Drawings (scale 1:50 or 1/4"=1'-0").
2. H.V.A.C. Layout (scale 1:50 or 1/4"=1'-0")
Plans and specifications complete with detailed ductwork layout, showing all duct sizes; location of all equipment, dampers, grilles, diffusers, thermostats, access doors, other equipment, if required, and air quantities required at each diffuser.
3. Plumbing Layout (scale 1:50 or 1/4"=1'-0")
Plans and specification indicating all equipment, piping runs for drains, vents and water supply, and the location of valves, clean-outs, grease traps and other special or specific requirements. Indicate location of water and gas meters.
4. Sprinkler layout (scale 1:50 or 1/4"=1'-0")
A dimensioned layout of the sprinkler piping and size indicating all sprinkler heads new and relocated.

Electrical

4 sets of drawings (scale 1:50 or 1/4"=1'-0"), Specifications, and digital plans in AutoCAD2000® format with any required XREF, CTB, and font files also included.

All Tenants will be required to retain the services of an electrical consultant for the preparation of their electrical plans. All Tenants will be encouraged to employ the services of the Base Building's consultants.

1. Demolition Drawing (scale 1:50 or 1/4"=1'-0")
2. Electrical Plan (scale 1:50 or 1/4"=1'-0")
Size and location of transformer (if required), panel location, wiring and circuit diagram. Panel schedule indicating the total connected load, and demand checkmeter (specifications as per "Schedule C" of the Lease Agreement). An electrical equipment and fixtures list indicating wattage of each item (i.e. total connected load, calculated foot-candle values). Wiring schematic diagram showing distribution to all equipment, indicating load generated by this equipment.
3. Reflected Ceiling Plan (scale 1:50 or 1/4"=1'-0")
Locate light fixtures, including night, emergency and exit light fixtures. Specify size, wattage, type and mounting. Locate all life safety devices including speakers, pull stations, smoke detectors, heat detectors, and sprinklers.

Structural

3 Sets of drawings and Specifications:

Tenants shall provide Landlord with any additional structural loads imposed on the mall building which includes but is not limited to any floor penetrations, sizes and weights of equipment for Landlord approval. Tenant will be back charged for engineering services that require investigation of loads above and beyond the Tenant's allowable loads.

4.5 Final Review and Approval Process [Step 3]

1. Tenant shall continue to submit unapproved documentation to Landlord until final approval is given.
2. Tenant must submit to the Landlord their contractor's signed copy of "Guidelines for Tenant Improvements" certifying that it has been read and understood by the Tenant and its representatives (consultants, contractor) prior to the commencement of any construction.

4.6 Permit Submissions

1. The Tenant may submit drawings to the local building authority for Permit prior to Landlord approval of drawings. The Tenant shall forward all comments from the building authority to the Landlord for its review. Any change made during Landlord review can be submitted to the local building authority subsequently.
2. Upon receipt of the Building Permit, the Tenant shall forward one (1) copy of the Permit to the Landlord's Tenant Coordinator.
3. It is the Tenant's responsibility to advise and have the premises inspected by the Building, Plumbing and HVAC inspectors.
4. Design to conform with regional smoking By-Law.
5. Tenant is to insure the closing of all permits by the City of Toronto and is to obtain the inspector's signature confirming such closures by signing the form provided for.

5.1 Commencement of Tenant Construction

The Tenant is required to engage its own contractors for the purpose of carrying out its leasehold improvement work. The Tenant must carry out all construction work in strict accordance with the Approved Drawings. Likewise, the Tenant's design and construction work must comply with all applicable laws, by-laws, codes and regulations.

It is the Tenant's responsibility to ensure that its Contractor(s) observe and comply with all applicable construction safety regulations including, but not limited to O.H.&S. and W.H.M.I.S. requirements.

The Tenant shall engage, at the Tenant's expense, the Landlord's pre-approved contractors, for any mechanical, electrical, sprinkler, fire alarm, controls and balancing modifications or additions to the base building systems.

The Tenant's contractor may be issued revisions to the documents outlining regulations and procedures for the Tenant's contractors and subcontractors on the job site from time to time, as site conditions warrant it.

5.1.A Construction may proceed only after the Tenant has complied with the following:

- a. The Tenant's Lease for the Premises has been executed.
- b. The Tenant's final issued for construction documents (including, without limitation, drawings, specifications and manuals) have been approved in writing by the Landlord.
- c. The Tenant has submitted a copy of the contract with each and every one of the Tenant's Contractors;
- d. The Tenant has submitted a "Construction Deposit" based on 3% of the value of construction (minimum \$5,000 and maximum \$10,000)
- e. The Tenant has provided acceptable evidence of insurance as per the Lease and this Manual, naming the Landlord and Property Manager as additional insured.
- f. The Landlord shall issue verbal or written notice to the Tenant advising that all the conditions prerequisite to the commencement of Tenant's Work have been complied with to the satisfaction of the Landlord provided such notice is without prejudice to any right or remedy available to the Landlord.

5.1.B Construction may proceed only after the Tenant Contractor has complied with the following:

- a. Provided copy of application and issued building permit(s);
- b. Posted all required permits on site;
- c. Made available at the Leased Premises, a set of prints of the Landlord Approved Drawings and building permit drawings for the duration of the construction period for reference by the Landlord's and City Building Department authorized representatives;
- d. Provided acceptable evidence of insurance for self and all sub-contractors (unless provided by the Tenant) to the Landlord, naming the sub-contractors, Landlord & the Manager as additional insured;
- e. Submitted Notice of Project for the Tenant's Work (for projects over \$50,000)
- f. Submitted a construction schedule;
- g. Submitted valid certificate from Worker's Safety & Insurance Board;
- h. Submitted copies of Addenda;
- i. Provided a list of subcontractors indicating contact names and telephone numbers for after hour emergency use;
- j. Submitted Form 3 signed;
- k. Submitted completed Building Access Form from the Building Operations and Security Centre, prior to the commencement of work.

5.2 Procedures During Construction

5.2.A Contractor is to submit to the Tenant Coordinator during construction:

- a. Copies of all site-meeting minutes.
- b. Copies of all contemplated changes to the Tenant's Work at time of issuance to Tenant's Contractors.
- c. Copies of all site visit reports by the Tenant's Consultants.
- d. Copies of all site reports from authorities having jurisdiction.

5.2.B Tenant's Work

The Tenant's Work set out below shall be performed by the contractors designated by the Landlord (for list refer to page 3 of this Manual) at the expense of the Tenant:

- a. All approved modifications or connections to the Building Systems, including all work outside the Tenant's Premises, i.e. the base building heating, cooling, ventilation, exhaust, controls, electrical distribution and life safety systems as installed by the Landlord.
- b. The provision of Additional capacity such as electrical, telephone, air handling, air conditioning, etc.
- c. Installation of approved modifications to the fire detection and emergency communication system.
- d. Patching of base building fireproofing.
- e. Any Tenant Work which could affect the structural component of the Development. Any drilling, cutting, coring and patching for conduit, pipe sleeves, chases, duct equipment or openings in the floors, walls columns or roofs of the Development as reviewed by the structural consultant and approved by the Landlord.
- f. Installation of any mechanical attachments or other fasteners to the exterior façade (ground floor Tenants only).
- g. Supply and installation of check meters.

5.2.C Inspection of Tenant Premises as required

- a. The Landlord and its Agents, Architects, Engineers and Consultants shall have unlimited access to the Tenant's premises for the purpose of inspecting the Tenant Work in progress. The Landlord or its consultants may note deficiencies in the Tenant work, which shall be corrected by the Tenant immediately.
- b. After completion of Tenant work an inspection shall be made between the Landlord's representatives and the Tenant for both Tenant and surrounding areas. Deficiencies noted by Landlord regarding tenant work will be corrected prior to the removal of the hoarding. Any damages caused by the Tenant's Contractor to adjacent areas in the execution of the Tenant work shall be repaired by the Landlord's Contractor at the Tenant's expense.

5.2.D Hoarding

- a. Tenant construction site must be hoarded and secured to prevent excess noise and dust proliferation, installed by The Manager at the Tenant's expense.
- b. The hoarding must be positioned maximum 3' beyond the lease line built of gypsum, full height, taped, sanded and painted, complete with a vinyl base.
- c. Finished door(s) must swing into the space.
- d. The hoarding must be dust-proof, with no visible plastic.
- e. A key to the secured hoarding must be supplied to management and security to allow access to the premises at all times for the entire duration of the construction.

5.3 Completion of Tenant Construction

1. Upon completion of the construction and prior to opening for business, the Tenant/Tenant Contractor will submit the following closing documentation:

Prior to opening for business:

- a. Certificate of Substantial Performance.
- b. Proof of publication in the Daily Commercial News or Certificate of Last Supply from all of the Trade Contractors.
- c. Confirmation from the Tenant that all electrical panels have been tagged and circuit directories updated.
- d. Verification report of fire alarm devices.
- e. Material & Test certificates from the Tenant's Contractors for sprinkler and standpipe work.
- f. Copy of consultant's approved air balancing report prepared by contractor from Landlord's approved list.
- g. Final Electrical Safety Authority certificate of inspection.
- h. Verification of all required meter installations.
- i. Final Engineers' and architects'/designers' inspection reports.
- j. Panel load balance report.
- k. Confirmation that all permits are closed and the store is cleared by the City of Toronto to open for business.

5.4 Tenant and Contractor's Acknowledgement Form

2. Within 60 days of opening for business:
 - a. Complete set of "As Built" drawings (hard copy and AutoCAD - most current version) approved by Tenant's Consultants.
 - b. Hard copy of permit drawings.
 - c. Proof of closing of permits. Copy of "Inspection Status Letter" from Customer Service of the City of Toronto Building Division, indicating that the project has been "completed substantially in accordance with plans issued with the permit(s)" and providing completion dates.
 - d. Executed statutory declaration from the Tenant and the Tenant's Contractors stating that all monies owing to their suppliers and subcontractors have been paid and that no liens have been registered against the Landlord's property.
 - e. Valid WSIB Certificate from the Tenant's Contractors.
 - f. Proof of maintenance agreements for Tenant's supplementary equipment (HVAC, Life Safety, etc.)
 - g. Operations & maintenance manuals divisions 1 to 16.

A deficiency inspection will be carried out upon completion of the installations. Please schedule such inspection with the Project Manager at least 48 hours prior to Opening for Business.

The undersigned or those acting on his behalf have read this rules and regulations governing construction and agree to abide by the same in performance of the work required in the tenant space.

Accepted and agreed this ____ day of _____

By: _____
Tenant

Accepted and agreed this ____ day of _____

By: _____
Contractor

Retail Tenancy: _____

Name/Title: _____

Address: _____

Telephone: _____

Facsimile: _____

Form 3

Construction Lien Act, 1990

NOTICE TO CONTRACTOR
UNDER SUBSECTION 19(1) OF THE ACT

TO: _____ ("Contractor")

RE: _____ ("Premises")

FROM: BROOKFIELD OFFICE PROPERTIES INC., HRI EXCHANGE INC., PFS EXCHANGE INC. collectively called the Landlord of The Exchange Tower, 130 King Street West, Toronto, Ontario.

The Landlord & Property Manager of the Premises assume no responsibility for the improvement to be made by you under a contract dated _____ (insert date) between you and _____ (Tenant's Legal Name).

Date: _____

The Contractor acknowledges and agrees to the contents of this notice:

BROOKFIELD PROPERTIES CANADA MANAGEMENT LP by its general partner
BROOKFIELD PROPERTIES CANADA MANAGEMENT CORPORATION, acting
on behalf of itself and as the authorized agent for the Landlord.

Dated: _____

By: _____

By: _____ ("Contractor")

I / We have authority to bind the corporation

Name: _____

Title: _____

Signature: _____

R.R.O. 1990, Reg. 175
Form 3



6.1 Revisions Contained in this Document

ISSUE	DATE	DESCRIPTION	REVISED BY
1	June 1, 2011	Interior Lighting Requirements, pp. 16 & 26	Anna Nagel
2	July 29, 2014	Building and Consultants Directory, p. 2	Anna Nagel
3	January 28, 2015	Electrical and Mechanical descriptions, pp. 26-28	Aquila, MBII & A. Nagel
4	February 5, 2018	Building and Consultants Directory, p. 2	M. Gabrovsky
5	May 16, 2018	Revisions to Building and Consultants Directory, p.2 & Form 3, p. 38	T. Gualtieri
6	July 13, 2018	Updated Property Branding, Revised Floor Plans on pg. 4	T. Gualtieri
7	March 28, 2019	Revisions to Building and Consultants Directory, p. 2	T. Gualtieri



Exchange Tower

130 King St. West, Toronto, Ontario

Retail Tenant **Design**
Criteria **Manual**