



February 12, 2010

KPMG
115 King Street South, 2nd Floor
Waterloo, ON N2J 5A3
Attn: Matthew Betik, Associate Partner – Audit Services

External Financial Audit Services RFP

Dear Matthew;

We acknowledge receipt of your Quotation received December 17th, 2009. We are pleased to notify you of our decision to select KPMG as the vendor for Professional Audit Services in accordance with the Request for Proposal Document dated November 13, 2009.

An outstanding requirement is the execution of an Engagement Letter setting out all the applicable requirements and responsibilities in a form satisfactory to both parties. Your sole contact with our organization in this matter is now Ted Leonard. Please contact Ted at (905) 855-6168 to begin discussions to complete this requirement. A Purchase Order will be processed at a later date following the execution of the Engagement Letter.

The governing documents shall consist of (1) Contract Standard A-29-09; (2) the Purchase Order, (3) the Non-Disclosure Agreement; (4) this letter (5) Engagement Letter – noted above; (6) your Proposal; and the (7) RFP document. These documents and portions thereof, take precedence in the order in which they are named above, notwithstanding the chronological order in which they are issued or executed.

If the terms of this letter are acceptable, please indicate your agreement by signing below where indicated and returning all documents to my attention via fax # (905) 855-6283.

Yours truly,

Tina Oswald
Procurement Specialist

AGREED AND ACCEPTED THE 12th DAY OF February, 2010.

Matthew Betik

cc. Ted Leonard