

BILL OF SALE ABSOLUTE

THIS BILL OF SALE ABSOLUTE made as of October 30, 2015

BETWEEN:

EPCOR WHITE ROCK WATER INC. (INC.NO. BC0756389), a company validly subsisting under the laws of British Columbia and having its head office at 2000 – 10423 101 St. NW, Edmonton, AB T5H 0E8

(the “Grantor”)

AND:

CITY OF WHITE ROCK, a municipal corporation validly subsisting under the laws of British Columbia with its municipal hall at 15322 Buena Vista Ave., White Rock, BC V4B 1Y6

(the “Grantee”)

WHEREAS:

- A. By an Asset Purchase Agreement dated the 28th day of August, 2015 (the "**Purchase Agreement**") between the Grantor and the Grantee, the Grantor agreed to sell to the Grantee on the terms contained therein the Assets defined in the Purchase Agreement; and
- B. The Grantor owns the Assets (as defined in the Purchase Agreement).

NOW THIS AGREEMENT WITNESSES THAT in consideration of the premises and other good and valuable consideration (the receipt and sufficiency of which are acknowledged), the parties covenant and agree as follows:

- 1. The Grantor agrees to sell and transfer to the Grantee the Assets and all the right, title, and interest of the Grantor in and to the Assets to the use of the Grantee.
- 2. The Grantor covenants that the Grantor will from time to time upon reasonable request of the Grantee make, do and execute all such further acts, deeds and assurances for the more effectually assigning and assuring the Assets unto the Grantee.
- 3. This Bill of Sale shall enure to the benefit of each of the parties’ successors and assigns.

4. Wherever the singular and masculine are used throughout this Agreement, the same shall be construed as meaning the plural or the feminine or body corporate or politic where the context or the parties so require.
5. This Bill of Sale is intended to give effect to, and not to enlarge or diminish, the rights and obligations created by the Purchase Agreement. In the event of any conflict between this Bill of Sale and the Purchase Agreement, the Purchase Agreement shall prevail.

[Remainder of page intentionally left blank. Signature page to follow.]

IN WITNESS WHEREOF the Grantor has executed this Bill of Sale, effective the day and year first above written.

EPCOR WHITE ROCK WATER INC.

Per:



Authorized signatory

Print name: John Elford

Position: Senior Vice President