

2014

Hfx No. 427522

Supreme Court of Nova Scotia

Between:

BM HALIFAX HOLDINGS LIMITED, TBD HALIFAX HOLDINGS LIMITED, and ROBIN HALIFAX HOLDINGS LIMITED



and

THE ATTORNEY GENERAL OF NOVA SCOTIA REPRESENTING HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF NOVA SCOTIA

Respondent

AFFIDAVIT OF WOLFGANG THIEL

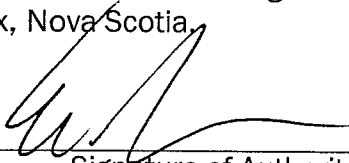
I, Wolfgang Thiel, make oath and give evidence as follows:

1. I am the President and a Director for each of the Applicants, BM Halifax Holdings Limited, TDB Halifax Holdings Limited, and Robin Halifax Holdings Limited.
2. I have personal knowledge of the evidence sworn to in this affidavit except where otherwise stated to be based on information and belief.
3. I state in this affidavit the source of any information that is not based on my own personal knowledge, and I state my belief of the source.
4. The Applicants, members of the Thiel Family Group of Companies, own the Bank of Montreal Building (5151 George Street, Halifax), the TD Centre (1785 Barrington Street, Halifax), and the Royal Bank Tower (5161 George Street, Halifax). Collectively, these companies control approximately 500,000 square feet of leasable commercial office space in the Central Business District of Halifax ("CBD"), which represents approximately 10% of the commercial office space in the CBD. They pay property taxes to the Halifax Regional Municipality of more than \$2,000,000 each year.
5. My family has invested more than \$90 million into the CBD through the Applicants and another \$20 million in rural Nova Scotia through other family-owned companies.
6. TDB Halifax Holdings Limited is presently completing extensive development at the TD Centre. Like every other developer doing construction in Downtown Halifax, we have had to comply with all municipal planning by-laws, approvals, and permits in carrying out this construction.
7. A number of significant leases held by the Applicants are expiring at the end of 2015 (the "Tenancies"). But for the Province's decision to exempt the Nova Centre from

certain municipal planning by-laws, Argyle would not have been able to provide occupancy by January 2016. Based on the correspondence by Argyle to the Halifax Regional Municipality in July last year, I verily believe that Argyle requested the exemption to expressly enable it to do so.

8. Moreover, based on my personal dealings with existing tenants' representatives and information received from my own representatives, I verily believe that Argyle is offering occupancy at the Nova Centre by January 2016. This has significantly increased the cost and decreased the likelihood of the Applicants retaining the Tenancies.

Sworn to before me on August 1, 2014, at)
Halifax, Nova Scotia)



Signature of Authority



Wolfgang Thiel

Print Name: EZRA B. van GELDER
Official Capacity: A Barrister of the Supreme
Court of Nova Scotia