

First Amending Agreement dated as of the 31st of May, 2010

**BETWEEN:**

**Legal Aid Ontario**, hereinafter referred to as "LAO";

- and -

**Deloitte and Touche LLP**, hereinafter referred to as "the Consultant".



**WHEREAS** the parties have entered into an agreement dated the 4<sup>th</sup> of December, 2009 with respect to **Consulting Services** (the "Agreement");

**AND WHEREAS** a copy of the Agreement is attached as Schedule "1";

**AND WHEREAS** the parties have agreed to amend the Agreement in the manner and to the extent set forth below;

**NOW THEREFORE THIS AGREEMENT WITNESSETH** that in consideration of the mutual covenants and agreements contained herein, the parties hereto agree as follows:

1. All capitalized terms not defined herein shall have the meaning ascribed to such terms in the Agreement.
2. The Budget and Payment Terms in Schedule B of the Agreement shall be amended to include a detailed quote with reference to rerunning the analytic tests across 2009/2010 data. Said quote is attached as Schedule "2" and total fees are not to exceed \$39,500.
3. All other terms of the Agreement remain unchanged except where amendment is implied mutatis mutandis.
4. Subject to the amendments provided above, the Agreement continues to be in full force and effect, and it continues to represent the entire agreement between the parties with the respect to its subject matter. No prior or contemporaneous representations, correspondence, inducements, promises, or agreements, oral or written between the parties shall be of any force or effect.
5. This First Amending Agreement to the Agreement may be executed in one or more counterparts, each of those counterparts shall constitute one and the same First Amending Agreement.

IN WITNESS WHEREOF the parties have caused this First Amending Agreement to the Agreement to be exercised by their authorized officers as of the day and year first above written:

**Legal Aid Ontario**

Authorized Signature or Initials

by: Michelle Seguin dated: 7 day of

July 2010

for

Name: Robert W. Ward

Title: President and CEO

I have the authority to bind the corporation.

**Consultant**

by: Deloitte & Touche LLP dated: 3 day of

June 2010

Name: Authorized Signature or Initials

Title: 