

Dated the 1st day of August, 2013

**Agreement to Amend the Economic and Community Development
Agreement as it relates to the Elk Valley Coal Mining Revenue Sharing
Project Appendix (the "Agreement")**

Whereas Her Majesty the Queen in Right of the Province of British Columbia (the "Province") and the Ktunaxa Nation Council Society (the "KNC"), on its own behalf and on behalf of the Ktunaxa Nation, St. Mary's Indian Band, Tobacco Plains Indian Band, Lower Kootenay Indian Band and ?Akisq'nuk First Nation (the "Ktunaxa Parties") entered into an Economic and Community Development Agreement dated January 29, 2013 that included an Elk Valley Coal Mining Revenue Sharing Project Appendix (the "ECDA"),

And Whereas the Province and the Ktunaxa Parties agree that the ECDA should be amended to correct certain errors appearing in the Elk Valley Coal Mining Revenue Sharing Project Appendix,

And Whereas section 13(4) of the ECDA provides that any amendments must be in writing and signed by the KNC on behalf of the Ktunaxa Parties and by the Province,

Therefore the Province and the KNC agree as follows:

1. The ECDA is amended by amending the Elk Valley Coal Mining Revenue Sharing Project Appendix as follows:

(a) in subsection 3(5), by deleting the words "***and subsection 12(1) of this Project Appendix***" so that the subsection as amended will provide:

"3 (5) Despite subsection 13(4) of the Main Agreement (Review and Amendment), this Project Appendix is and will be deemed to be amended to include the schedule referred to in subsection (2) on the Specified Date.";

- (b) in subsection 10(4), by deleting the words “**paragraph 20(6)(b)**” and replacing them with “**paragraph 20(7)(b)**” so that the subsection as amended will provide:

“10 (4) If the Notice of Withdrawal under subsection (1) is not rescinded within sixty (60) days after its delivery, either the KNC on behalf of the Ktunaxa Parties or the Province may terminate the schedule to this Project Appendix in respect of that Contributing Project in accordance with paragraph 20(7)(b) of the Main Agreement (Suspension and Termination).”; and

- (c) by adding a new section 12 after section 11 that provides:

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12 (1) This Project Appendix will remain in effect for so long as tax, interest and penalties payable by the Operator in relation to a Contributing Project referred to herein are subject to reassessment under applicable legislation, unless this Project Appendix is terminated under section 20 of the Main Agreement (Suspension and Termination).”

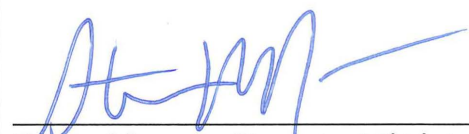
2. The Province and the Ktunaxa Parties will provide notice on their respective websites that the ECDA has been amended by this Agreement and will make a copy of this Agreement available on their websites to the same extent that the ECDA is made available.
3. All other provisions of the ECDA remain in full force and effect.
4. This Agreement will take effect on the last date upon which it is signed by the Province and the KNC.

5. This Agreement may be executed in counterpart and by each party delivering it to the other by fax or electronic mail. Each facsimile or scanned copy will be deemed to be an original and the counterparts taken together will be deemed to constitute one document.

Signed on behalf of the Ktunaxa Nation Council Society, on its own behalf and on behalf of the Ktunaxa Nation, St. Mary's Indian Band, Tobacco Plains Indian Band, Lower Kootenay Indian Band and ?Akisq'nuk First Nation this 23 day of July, 2013:


Kathryn Teneese, Chair

Signed on behalf of HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF BRITISH COLUMBIA, as represented by the Minister of Aboriginal Relations and Reconciliation this 1st day of August 2013:


Steve Munro, Deputy Minister