

AGREEMENT BETWEEN

LICENSEE:

-and-

LICENSOR:

Seventh-day Adventist Church Canada
Educational Department
1148 King Street East
Oshawa Ontario
L1H 1H8

Criterion Pictures,
a division of PMG California, Inc.
30 MacIntosh Blvd, Unit 7
Vaughan, Ontario
L4K 4P1

1.) **License**

Criterion Pictures (the **Licensor**) grants to **Seventh-day Adventist Church Canada** (the **Licensee**) the right to exhibit certain feature films on video /DVD (the Programs) in the facilities listed on the attached Schedule "C" under its jurisdiction for Entertainment Purposes. This Agreement also provides the Licensee with unlimited access to the Licensor's exclusive feature film digital delivery platform, via **Criterion-on-Demand (CoD)**, for the duration of the contract term. **The terms and conditions, as outlined, on the CoD platform are considered part of this Agreement.** This Agreement does not include Pre-release titles. For exhibition where admission is charged, please see (#6) clause below.

THIS LICENSE DOES NOT INCLUDE OUTDOOR SCREENINGS OF ANY KIND.

2.) **Term**

The term of this Agreement shall commence on **April 1, 2018**, and continue in force and effect for a one (1) year period. **Thereafter, this Agreement shall continue in force and effect for one (1) year periods unless or until either party notifies the other in writing not less than ninety (90) days prior to the anniversary date, of its intent to terminate this Agreement at the end of the term or any successive renewal term.**

3.) **Programs**

The License hereby granted is solely for the Programs to which the **Licensor** holds Canadian Public Performance Rights, and for which it is the authorized and licensed distributor for the film producers and studios listed on the attached Schedule "A" (which may be modified as necessary from time to time).

The Programs may be obtained (rented, leased or purchased) from any video retailer or public library. They must, however, be legally manufactured copies. Copies that have been dubbed from broadcast or cable, or transferred from another copy, are not covered by this Agreement.

4.) **Reports**

The **Licensee** agrees that it will provide the Licensor with a written report listing each of the Program(s) exhibited and the source from which each Program was acquired. The report is due within ten (10) days of the end of each month throughout the term of this Agreement. If no Programs were exhibited during the month, the **Licensee** is required to submit a report with a notation indicating that no Programs were exhibited. Additionally, if all programs are accessed via the licensor's dedicated feature film platform, **CoD**, no reporting is necessary.

5.) **Services**

Throughout the term of this Agreement, Criterion shall operate an 800 telephone number (1-800-565-1996) which shall be available to the **Licensee** in order that they may obtain, if desired:

- (a) information concerning the availability of any specific title(s) within the governance of this Agreement, and/or
- (b) the Provincial cinema classification or exhibition rating.
- (c) Unlimited access and use of the Licensor's digital delivery platform via **CoD**.

6.) **Fees**

The **Licensee** agrees to pay the **Licensor** an annual fee of **One Thousand, Six Hundred, Thirty-eight Dollars, and Eighty Cents (\$1,638.80)** plus applicable taxes, if any, for the License and Services described in this Agreement. The fee is due and payable within thirty (30) days of the signing of this Agreement, and the first day of each renewal term. If admission is being charged, please refer to **Schedule B**.

7.) **Warranties**

Criterion represents and warrants that it has the right to license Canadian public performances of the Programs owned by the producers and studios listed on **Schedule A**, and agrees to hold the **Licensee** and its employees, harmless from any, and against all royalties, claims, losses, expenses, damages, costs and liability of every kind arising from or out of the exhibition of the Programs provided that:

- (a) the use has been for a purpose consistent with this Agreement, and within the terms and conditions specified above;
- (b) the **Licensee** shall have given written notice of any claim to **Licensor** as promptly as reasonably possible after it becomes aware of such claim.

8.) **Advertisement**

All advertising is prohibited except within the jurisdiction of your facility. Any other advertising outside of your facility must be approved by Criterion Pictures.

LICENSEE:

Seventh-day Adventist Church Canada
See attached Schedule "C"

LICENSOR:

CRITERION PICTURES
a division of PMG California, Inc.

By:

Betty Bayer

By:

[Signature]

Print Name:

Betty Bayer

Date:

February 16, 2018

FEATURE FILM PRODUCERS - SCHEDULE "A"
ENTERTAINMENT
Represented by Criterion Pictures

20th Century Fox	Filecard Inc.	National Telefilm Assoc
ACLF Films Ltd	Film Arts	Nelvana
Adair Films	Film Assest Holding	New Horizons
Agincourt Productions	Film Consortium of Canada	New Line Cinema
Alain Vannier Roissy Films	Film Kollekpik	Norstar Releasing
Alliance Films	Film Tonic Inc.	Norstar Releasing Inc.
Ambassador Film Distributors	Film Ventures Int'l	Odeon Films
American Cinema Marketing	Filmkillekpiv Zurich	Optima Productions Inc.
American Educational Films	Fine Line Features	Paragon Motion Pictures Inc.
American Zoetrope	Focus Features	Paramount Pictures
Andre Pepin Films	Fox 2000	Paramount Vantage
Artisan Entertainment	Fox Atomic	Pathe Cinema Corp
Auriga Films	Fox Family Films	Peter Rowe Films
Badland Pictures	Fox Searchlight	Phoenix Films
Big Idea Production, Inc.	Frank Vitale	Picadilly Theatre Inc
Bobby Roth Resistance Films	Frontier Amusement Canada Ltd	Pinball Summer
British Film Institute	Gaumont	Prima Film
Buzzy Film Ent. Ltd.	Graeme Ferguson	Productions Prisma
Cactus Films	Greg Miller	Quartet Films
Canal+	Hart Pomerantz	Rai Corporation
Canamedia Productions Ltd	Hungarofilm	Rearguard Productions
Cannon	Hurlock Cine-World Inc	Remstar
Carnaval Films	ICAIC	Rene Malo Films Inc
Carolco Television	Intercont. Film Service	Revolution Studios
Castlerock	International Film Exch.	RKO General Pictures
CBS Inc	ISKRA	Rolf Lyssy
CBS Theatrical Films	Italnoleggio Cinematografico	RSL Films
Cinak Cie Cinematographique	ITC Enterprises Inc.	Screen Gems
Cine Club International	Jack Darcus	Search Engine Films
Cine-Int's GMBH & Co	Janus Films	Selkirk Communications Ltd
Cine-London Inc	JFM Investments	Soda Pictures
Cine-Neighbour Inc	Karim Productions	Sony Pictures Classics
Cine-Select	Kenneth Anger	Stalkers Productions
Cinema Centre Films (CBS)	Kings Road Productions	Stan Brakhage
Cinema III Registered	Krypton Int. Corp.	Stanley Halperin
Cinema Plus	L & T Film Corp Ltd	Sveriges Radio
Cinemagyar (Hungarofilm)	Les Prod Les Ordre Les Prod Prisma	Swedish Film Institute
Cinexport	Les Productions Optima Inc.	Sylvia Spring
Clarke Mackey	Lionheart Productions	T. Koerfer Films
Clearwater Films	Lions Gate Films	Tartan Films
Contemporary Films	Lucas Films	Tinc Prod. Corp.
Cookie Jar Entertainment	Magnum International Prod. Inc.	Troma Entertainment Inc.
Corinth Films	Magnum Pictures Inc	Turner Classic Movies
Crawley Films Ltd	Majestic Films	TVA International
Credit Lyonnais Bank	Mandalay Entertainment	USA Films
Creswin Films Ltd	Manesco Films Ltd	Viking Films Ltd
Creswin Pictures	Martin Lavut	Vision International
Croatian Creation Prod.	Métropole	Warner Brothers
David Cronenberg	Michael Jones	Warner Independent Pictures
Deerfield Enterprises	MichieGleason Joint Productions	Warren Miller Films
Desperado Productions	Midwest Film Prod.	WEG Acquisition Corporation
Dimension Films	Miramax Films	The Weinstein Company
Don Shebib	Mongrel Media	Weltvertrieb Filmverlag
DreamWorks SKG	Morley Markson Assoc	Will Vinton Prod.
E Hillenbrand	Morrie Ruvinsky Films	Winemore
eOne Films	Motion International Inc.	World Marketing Film
Elevation Pictures	Motion Picture Holdings	Xybermedia Inc.
Epic Productions	Mrs S Bhattacharya	Zodiac
Essential Productions	MSD international Corp	
Fat Chance Inc	MVS Productions	

CRITERION PICTURES

SCHEDULE "B"

Each time an admission fee is charged during the exhibition of a feature film from one of the producers listed on the attached Schedule "A", a **Box Office Report** must be completed and returned to Criterion Pictures via fax or email according to the following procedure:

1. Prior to your screening, you must contact Criterion Pictures at **1-800-565-1996** if you do not have a copy of our **Box Office Reporting Form**.
2. The Box Office Report must be completed and returned to your account manager via fax **1-866-664-7545** or email within 7 business days of your showing when admission is being charged. **Once the cost of the license has been recouped**, 35% of the proceeds will be charged.
3. The proceeds generated from concession stand sales are yours to keep and there is no need to report this to Criterion Pictures.

SCHEDULE C

SEVENTH-DAY ADVENTIST CHURCH OF CANADA - Educational Department

Client No. 39401

Adventist Christian Elementary School	ON
Avalon Adventist Jr. Academy	BC
Bella Coola Adventist School	BC
Burman University	AB
Cariboo Adventist Academy	BC
Chilliwack Adventist Christian School	BC
Chinook Winds Adventist Academy	AB
College Heights Christian School	AB
College Park Elementary School	ON
Coralwood Adventist Academy	AB
Crawford Adventist Academy	ON
Crawford Adventist Academy - Peel	ON
Crawford Adventist Academy East	ON
Curtis-Horne Christian School	SK
Deer Lake SDA School	BC
Fraser Valley Adventist Academy	BC
Grandview Adventist Academy	ON
Greaves Adventist Academy	QC
Higher Ground Christian School	AB
Kingsway College	ON
Lakeview Christian School	BC
Mamawi Atosketan Native School	AB
Near North Adventist Christian School	ON
North Okanagan Jr. Academy	BC
Okanagan Christian School	BC
Ottawa SDA School	ON
Parkview Adventist Academy	AB
Peace Christian School	BC
Peace Hills Adventist School	AB
Pleasant Valley Christian Academy	BC
Red River Valley Jr. Academy	MB
Robson Valley Jr. Academy	BC
Rosthern Christian School	SK
Sandy Lake Academy	NS
Sartigan Adventist Academy	QC

SCHEDULE C

SEVENTH-DAY ADVENTIST CHURCH OF CANADA - Educational Department

Client No. 39401

Seventh Day Adventist Christian School	SK
Shuswap SDA School	BC
South Side Christian School	AB
Sylvan Meadows Adventist School	AB
Windsor SDA School	ON
Woodlands Adventist School	AB