Revised: March 1999

TORONTO TRANSIT COMMISSION REPORT NO.

MEETING DATE: DECEMBER 15, 2010

SUBJECT: PROXY TO VOTE TORONTO TRANSIT COMMISSION SHARES

IN TORONTO TRANSIT CONSULTANTS LIMITED

ACTION ITEM

RECOMMENDATION

It is recommended that the Commission approve the attached proxy to exercise the 1,000 Toronto Transit Commission shares in Toronto Transit Consultants Limited for any Toronto Transit Consultants Limited Shareholders Meeting that is held during the year 2011.

DISCUSSION

The Commission, as required, appoints the Chair of Toronto Transit Consultants Limited to vote its shares at Toronto Transit Consultant Limited Shareholders Meetings. It is therefore necessary to approve the attached proxy to vote these shares.

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December 2010 1-17 Attachment

PROXY

TORONTO TRANSIT CONSULTANTS LIMITED

The Toronto Transit Commission, of the City of Toronto, the sole shareholder of Toronto Transit Consultants Limited, hereby appoints the Chair of the Toronto Transit Consultants Limited, as its proxy to vote 1,000 shares at any Shareholders' Meetings during the year 2011.

TORONTO TRANSIT COMMISSION

CHAIR

GENERAL SECRETARY