TORONTO TRANSIT INFRASTRUCTURE LTD. REPORT NO.

MEETING DATE: JUNE 21, 2012

SUBJECT: PROXY TO VOTE TORONTO TRANSIT COMMISSION SHARES

IN TORONTO TRANSIT INFRASTRUCTURE LIMITED

RECOMMENDATION

It is recommended that the Shareholders receive this report for information.

DISCUSSION

The Toronto Transit Commission, as required, appoints the Chair of Toronto Transit Infrastructure Limited to vote its shares at any Shareholders meetings that are held during the year.

Submitted herewith is a proxy of the Toronto Transit Commission approved on March 30, 2012 to vote the Toronto Transit Commission's shares during the year 2012.

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June 2012 1-17

Attachment: Proxy