

SCHEDULE 14
PURCHASER'S ASSUMPTION AGREEMENT

(See article 14.12(a))

Whereas _____, ("Purchaser") has

acquired from _____ ("Producer")

the Production entitled _____ ("Production");

And whereas the Production was produced pursuant to the 2010 - 2012 DGC/CMPA Standard Agreement, between the Canadian Media Production Association (CMPA) and the Directors Guild of Canada _____ District Council (the "District Council");

The parties hereto agree as follows:

1. The Purchaser is hereby bound by all continuing obligations contained in the Standard Agreement with respect to the Guild Members in the Production; and, without limiting the generality of the foregoing, the Purchaser will pay when due all payments required by the Standard Agreement to be paid by the Producer to or for the Guild Members in respect of the Production.
2. As the Producer has executed a security Agreement and financing statement in favour of the District Council, the Producer acknowledges and agrees that its right to exploit the Production are subject and subordinate to the District Council's interest. The District Council agrees that so long as all the continuing obligations contained in the Standard Agreement with respect to the Guild Members in the Production, are remitted in a timely manner, it will not exercise any rights under its security agreement which would in any way interfere with the Purchaser's rights in respect of the Production.
3. The Purchaser will be relieved of its obligations to the District Council upon any sale or other disposition of the Production only if the party which acquires the Production signs an Assumption Agreement in this form with Purchaser and the District Council.
4. The District Council hereby relieves the Producer of its obligations under the Standard Agreement with respect to the Production.

Dated this _____ day of _____, 20____

Purchaser:

Per: _____

(print name / title)

Directors Guild of Canada, _____ District Council:

Per: _____

(print name / title)

Producer:

Per: _____

(print name / title)