

WALL STREET ON DEMAND

Form of Statement of Work Number 64

This Statement of Work ("SOW") is executed as of the 1st of January, 2009 pursuant to the Master Services Agreement entered into by and between Reuters Limited ("Reuters") and Wall Street on Demand, Inc. ("WSOD") as of March 7, 2003 (the "Agreement"). The Agreement is incorporated herein by this reference. To the extent that there is any conflict between the terms of the Agreement and the terms of this SOW, this SOW shall control. Capitalized terms used herein without definition shall have the meanings assigned to such terms in the Agreement.

Further, this SOW effectively replaces the reference to the Bank of Montreal alerts service as listed in Schedule 2.03 of the Agreement.

1. Name of Person for which WSOD will perform WSOD Services hereunder (this will either be a member of the Reuters Group or a Reuters client, for purposes hereof, referred to in either case as the "Client"):
Bank of Montreal

2. Contact information for the Client:

Cesar Rainusso
Cesar.Rainusso@Bmo.com
(416) 594-5887

3. List all applicable contracts in place between Reuters and the Client. For each such contract list:

- a. **Title of Contract:** Reuters Investor Order Form
- b. **Effective Date:** January 20, 2009
- c. **Term:** One Year, then client can cancel within 90 days notice
- d. **Any automatic renewal provision:** Rolls into the Reuters Global Agreement, hence 90 day out clause applies after first anniversary.
- e. **If WSOD will be hosting Reuters data on behalf of the Client, describe:**

a. **The Reuters data to be hosted:** Alerts service, following data:

Dow Jones Indices (delayed) Revendor Billed Direct	DDJIR	USD \$0.00
Dow Jones Indices (delayed) Revendor Billed Direct	DDJIR	USD \$0.00
NYSE AMEX (delayed) Revendor Bil Dir	DAMER	USD \$0.00
NYSE AMEX (delayed) Revendor Bil Dir	DAMER	USD \$0.00
NYSE AMEX Indices		USD \$0.00
Nasdaq-Level 1 (delayed)		USD \$0.00
Nasdaq-Level 1 (delayed)		USD \$0.00
New York Stock Exchange (delayed)		USD \$0.00
New York Stock Exchange (delayed)		USD \$0.00
New York Stock Exchange Indices		

b. **Whether exchange data is included:** Delayed data as above

- c. **the Client's permitted usage of the Reuters data:** Client permitted to use (0-3,000,000) Alerts
- d.

4. WSOD will provide the following WSOD Services to the Client:

RBIT Hosting

WSOD will provide RBIT Hosting Services to the Client (an RBIT Subscriber) in accordance with the terms of Schedule II of the Agreement and the Specifications set forth in Section 7 below.

X Hosting/Development Services

WSOD will develop a web site (the "Client Site") for the Client (a Hosting/Development Subscriber) in accordance with the Specifications set forth in Section 7 below and the project schedule set forth in Section 8 below. WSOD will host the Client Site in accordance with the terms of Schedule III of the Agreement.

Design Services

WSOD will perform presentation design services for the Client in accordance with the Specifications set forth in Section 7 below and the project schedule set forth in Section 8 below.

Help Desk Services

WSOD will perform Help Desk Services for the Client (a Help Desk Subscriber) in accordance with Schedule IV of the Agreement and the Specifications set forth in Section 7 below, which Specifications set forth the terms that have been agreed to between Reuters and the Client with respect to such services.

X Alerts Service

[WSOD/Thomson Reuters] will provide the Alerts Service to the Client (a Thomson Reuters Subscriber) in accordance with Schedule V of the Agreement.

Reports Service

[WSOD/Reuters] will provide the Reports Service to the Client (a Reuters Subscriber) in accordance with Schedule V of the Agreement.

API Services

WSOD will provide the API Services to the Client (an API Subscriber) in accordance with Schedule VI of the Agreement and the Specifications set forth in Section 7 below.

Fulfillment Services

WSOD will provide the Fulfillment Services to Reuters on behalf of the Client (a Fulfillment Subscriber) in accordance with Schedule VII of the Agreement.

Other

WSOD will perform the services described herein on behalf of the Client.

5. Service Levels:

The Service Levels set forth in the Agreement apply to WSOD's provision of the WSOD Services to the Client. The Client shall receive the monitoring reports and performance credits supplied by WSOD

The Service Levels set forth in the Agreement apply to WSOD's provision of the WSOD Services to the Client, with the following exceptions:

The Service Levels set forth in the Agreement do not apply to WSOD's provision of the WSOD Services to the Client. The applicable Service Levels are attached hereto.

X The monitoring requirements and performance penalty credits set forth in the Agreement do not apply to WSOD's provision of the WSOD Services to the Client.

6. Description of Deliverables:

Wall Street On Demand hosts a web-based alerts service for the BMO InvestorLine clients on the private site.

7. Specifications for WSOD Services and Deliverables:

This solution will use Thomson Reuters data to deliver delayed and real-time price and news alerts, as well as the following S&P content:

1. S&P EPS Dividend Ranking Changes
2. S&P Stock Report
3. S&P Stars Rating Changes
4. S&P Stocks in the News

Additional data, entitled Market Movement alerts, will be provided by Thomson Reuters and added to the existing alerts service:

Commodities
Copper – High, COMEX,
Gold, COMEX,
Platinum, NYMEX
Silver, COMEX
Crude Oil, NYMEX

Heating Oil, NYMEX
Gasoline, NYMEX
Natural Gas, NYMEX
Propane, NYMEX
Sectors - US
S&P Health Care Sector Index
S&P Information Technology Sector Index
S&P Industrials Sector Index
S&P Materials Industry Group Index
S&P Real Estate Industry Group Index
S&P Telecommunication Services Sector Index
S&P Utilities Industry Group Index
S&P Consumer Discretionary Sector Index
S&P Consumer Staples Sector Index
S&P Energy Equipment & Services Industry Index
S&P Financials Sector Index
Sectors - CA
S&P/TSE Canadian Gold Sector Index
S&P/TSE Canadian Financials Sector Index
Health care
S&P/TSE Canadian Industrials Index
S&P/TSE Canadian Information Technology Sector Index
S&P/TSE Canadian Materials Index
S&P/TSE Canadian Real Estate Index
S&P TSX Telecommunication Services (Sector) Index
S&P/TSE Canadian Utilities Index
S&P TSX Diversified Metals & Mining (Sub Industry) Index
S&P/TSE Canadian Consumer Staples Index
S&P/TSE Canadian Consumer Discretionary Index

8. **Project Schedule:**

The alerts site is currently in production.

9. **Commencement of Services, Term and Termination of this SOW:**

Commencement of Services:

Term: 1 year term, Jan 20, 2009 start date

Automatic Renewals: rolls into the RGA after first anniversary, and subject to 90 day out clause.

10. **Ownership of Work Product:**

Language set forth in Article VI of the Agreement, as amended by the Side Letter dated September 7, 2005, applies.

11. **Fees and Invoicing:**

The following tiered price/volume constitutes the new alerts pricing:

0 – 1,000,000	13,650
1,000,001 – 2,000,000	16,000
2,000,001 – 3,000,000	16,000
3,000,001 – 4,000,000	16,000
4,000,001 – 5,000,000	20,000
5,000,001 – 6,000,000	20,000

12. Client Materials:

Reuters will use commercially reasonable efforts to cause the Client to provide to WSOD all information and Client materials necessary for WSOD to perform the WSOD Services, including any licenses to Client materials that are necessary for WSOD to perform the WSOD Services. If the Client does not provide the information and materials necessary for WSOD to perform any WSOD Services, WSOD will not be obligated to perform those WSOD Services or the time for performance will be extended to a date after the Client has provided such required items.

IN WITNESS WHEREOF, the parties hereto have caused this SOW to be executed by their duly authorized representatives as of the date first above written.

THOMSON REUTERS AMERICA INC.

By: _____

Name: _____

Title: _____

Greg Weinberger

Greg Weinberger

Director

9/15/10

WALL STREET ON DEMAND, INC.

By: _____

James Tanner

President and CEO

James Tanner