Court File No. M/M/114-12

IN THE COURT OF QUEEN'S BENCH OF NEW BRUNSWICK

TRIAL DIVISION

JUDICIAL DISTRICT OF MONCTON

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF LANDDRILL INTERNATIONAL INC. (A BRITISH COLUMBIA CORPORATION), LANDDRILL INTERNATIONAL LTD. (A NEW BRUNSWICK CORPORATION), LANDDRILL ATLANTIC LTD. (A NEW BRUNSWICK CORPORATION), LANDDRILL CONTRACT MINING LTD. (A NEW BRUNSWICK CORPORATION), LANDDRILL INTERNATIONAL MEXICO S.A. DE C.V. (A MEXICAN CORPORATION), LANDDRILL INTERNATIONAL LLC (A MONGOLIAN CORPORATION) and LANDDRILL INTERNATIONAL INC. (A BARBADOS CORPORATION)

ELEVENTH REPORT OF THE MONITOR

April 17, 2013

INTRODUCTION

1. On August 31, 2012, Landdrill International Inc. ("**Landdrill Inc.**"), a British Columbia corporation, Landdrill International Ltd. ("**Landdrill Ltd**"), a New Brunswick corporation, Landdrill Atlantic Ltd., a New Brunswick corporation, Landdrill Contract Mining Ltd., a New Brunswick corporation (collectively "**Landdrill Canada**"), Landdrill Mexico S.A. de C.V., a Mexican corporation ("**Landdrill Mexico**"), Landdrill International LLC, a Mongolian corporation ("**Landdrill Mongolia**"), and Landdrill International Inc., a Barbados corporation, (collectively, the "**Applicants**" or the "**Companies**"), filed an application with the Court of Queen's Bench of New Brunswick (Trial Division) in the judicial district of Moncton (the "**Court**") to initiate proceedings pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, (the "***CCAA***").

2. On August 31, 2012, this Court made an order (the "**Initial Order**") granting various relief including the appointment of Ernst & Young Inc. as *CCAA* Monitor of the

Applicants (the "**Monitor**") and imposing a stay of proceedings against creditors of the Companies until September 28, 2012. By Order (Re: Comeback/Extension Motion) dated September 27, 2012 (the "**Comeback Order**"), the Initial Order was amended to, *inter alia*, extend the Stay Period (as defined in the Initial Order) until November 2, 2012. The Stay Period was further extended by the Court from November 2, 2012, until November 13, 2012. On November 13, 2012, the Stay Period was extended until February 15, 2013, subject to the Applicants filing a revised cash flow projection by December 9, 2012, demonstrating that the Applicants would have sufficient liquidity to continue to operate during the Stay Period. The revised cash flow projection was filed on December 7, 2012, and demonstrated sufficient liquidity to operate during the Stay Period. On February 15, 2013, the Stay Period was further extended until and including April 8, 2013. By Court Order dated April 8, 2013, the Stay Period was further extended until and including May 31, 2013.

PURPOSE

3. This Eleventh Report of the Monitor (the "**Eleventh Report**") is being filed for the purpose of informing this Court with respect to the following:

   (a) The amount of sale proceeds currently being held by the Monitor and the results of the security review conducted by the Monitor's counsel of the security held by the Senior Lenders and by certain other creditors of the Applicants;

   (b) The results of the D&O Claims Solicitation Procedure; and

   (c) The status of the payment of the Purchase Price for the Mongolian Shares.

4. The Eleventh Report is organized as follows:

   (a) Introduction;
   (b) Purpose;
   (c) Terms of Reference;
   (d) Request for Distribution;
   (e) Security Review;
   (f) D&O Claims Solicitation Procedure;
   (g) Payment of the Purchase Price for the Mongolian Shares; and

(h) Monitor's Observations.

TERMS OF REFERENCE

5. In preparing the Eleventh Report, the Monitor has been provided with, and has relied upon unaudited historical financial statements, other unaudited financial information and projections prepared by the Companies, the books and records of the Companies, discussions with the management of the Companies ("**Management**") and employees of the Companies and other information from various sources. The Monitor has assumed that the information it has been provided is accurate and complete. Except as noted in the body of this Eleventh Report, the Monitor did not audit, review or otherwise attempt to verify the accuracy or completeness of the information. Accordingly, the Monitor expresses no opinion or other form of assurance with respect to the information provided to the Monitor and presented in the Eleventh Report or relied upon by the Monitor in preparing the Eleventh Report. Further, the nature of the Monitor's work completed in these *CCAA* proceedings will not necessarily disclose errors, misstatements, irregularities or illegal acts, if such exist, on the part of the Companies, or its officers or employees or in the information.

6. All references to monetary amounts in the Eleventh Report are in Canadian dollars unless otherwise noted.

7. Capitalized terms not defined in the Eleventh Report are as defined in the Initial Order and/or the Monitor's previous reports.

8. Copies of the Eleventh Report and other court materials in these *CCAA* proceedings may be obtained from the Monitor's Website at www.ey.com/ca/landdrill.

REQUEST FOR DISTRIBUTION

GE's Motion for Distribution

9. On April 12, 2013, GE filed a Notice of Motion (the "**GE Distribution Motion**") seeking, *inter alia*, an Order of this Court:

> *"2. allocating the sum of $3,673,500 from the proceeds held by Ernst & Young Inc. (the "**Monitor**") from the sale of the assets (the*

*"**Canadian Proceeds**") of Landdrill International Ltd. ("**Landdrill Canada**") to the assets of Landdrill Canada in GE Canada holds a first-ranking security interest (the "**GE Collateral**");*

*3. directing the Monitor to distribute, free and clear of any and all liens, claims and charges including the charges created by the Initial Order dated August 31, 2012 (the "**Initial Order**") from:*

(i) the Canadian Proceeds;

*(ii) the proceeds from the sale of the assets/shares of Landdrill International LLC ("**Landdrill Mongolia**") whether now or hereafter held by the Monitor; and*

*(iii) the proceeds to be realized by the Monitor from the sale of the assets of LLC Landdrill International ("**Landdrill Russia**"),*

*to GE Canada an amount sufficient to satisfy, in full, the obligations of the Applicants to GE Canada, including all further interest and legal costs accruing to the date of payment (the "**GE Debt**");*

*4. declaring that Norrep Credit Opportunities Fund, LP ("Norrep") and Landdrill International Inc. ("**Landdrill Parent**") are entitled to share rateably, relative to the amount of their respective unsecured claims, in all proceeds realized from a sale or disposition of the assets of Landdrill Mongolia (the "**Mongolian Proceeds**") and a sale or disposition of the assets of Landdrill Russia (the "**Russian Proceeds**");*

5. declaring that the security interest of GE Canada in the accounts receivable and other intangible assets of Landdrill Parent ranks in priority to the interest of Norrep, if any, in such assets;"

Proceeds held by Monitor

10. The proceeds presently being held by the Monitor in its trust accounts total $5,013,529.98, including interest to March 31, 2013, and less bank charges, and is comprised of the following:

(a) Sale of Landdrill Canada's assets to Major: $4,074.803.47;

(b) Sale of Landdrill Mongolia's assets to Major: $825,617.73; and

(c) Moncton Auction Proceeds: $113,108.78.

11. In addition to the above amounts, the Monitor holds in its trust accounts the following amounts:

(a) $100,690.45 received by way of a deposit from the purchaser of the shares of Landdrill Mongolia; and

(b) $257,776.60 and $303,774.30 received from Major in respect of QST and HST, respectively, in relation to its purchase of Landdrill Canada's assets, and $15,001.84 in respect of HST received in relation to the Moncton Auction. The Monitor is in the process of arranging for these amounts to be remitted to the appropriate tax authorities.

Reserves

12. At the time of any distribution, a reserve will have to be created to fund the anticipated future costs of the *CCAA* proceeding or any alternative proceeding. In addition, reserves will have to be made for the super-priority Court-ordered charges created by the Initial Order, including the Administration Charge (capped at $400,000), the Critical Supplier Charge (uncapped), the DIP Lender's Charge (capped at $1,500,000 plus applicable interest) and the Directors' Charge (capped at $1,000,000), subject to any future order of this Court terminating or releasing any such charges.

Administration Charge

13. The costs secured by the Administration Charge, the professional fees of the Applicants' counsel, the Monitor, the Monitor's counsel in Canada and the Monitor's counsel outside Canada (collectively, the "**Professional Firms**"), have not been paid in full or in accordance with the Initial Order as described in the Second Report, the Fourth Report, the Sixth Report, the Eighth Report, the Ninth Report and the Tenth Report. In light of the history of payment during these proceedings and the uncertainty regarding the future of these proceedings, the Monitor believes that a reserve is required for the full amount of the Administration Charge.

Critical Supplier Charge

14. The Monitor has been advised by the Applicants that the Critical Suppliers, five Canadian suppliers listed at Schedule "A" of the Initial Order, were paid in the ordinary course during the *CCAA* process. The Monitor is informed that the Applicants wrote to each of the Critical Suppliers on January 8, 2013, stating that the books and records of the Applicants did not show any amounts outstanding to each Critical Supplier as at December 15, 2012, and asking each to confirm in writing that no amounts were outstanding for goods and services provided since the date of the Initial Order. A copy of one of the letters to the Critical Suppliers is attached as Appendix "**A**" to the Ninth Report (the "**Critical Supplier Letter**"). As at the date of the Ninth Report, only one Critical Supplier has responded to the Applicants' Letter, indicating that no amount was outstanding to it. The Applicants have not advised the Monitor of having received any responses from the other Critical Suppliers.

15. The only Applicant that has conducted any drilling operations since December 15, 2012, is Landdrill Mexico. The Monitor is informed by Management that three of the five Critical Suppliers were suppliers to only the Canadian operations. The Monitor is informed that two of the Critical Suppliers are suppliers to Landdrill Mexico, but are currently not owed any money.

16. It was stated in the Critical Supplier Letter that the Applicants intend to bring a motion on or after January 16, 2013 (the "**Critical Supplier Motion**") for an order releasing the Critical Supplier Charge. Prior to any distribution, it will be necessary for the Applicants to confirm what amounts, if any, are owing to the Critical Suppliers and create an appropriate reserve or bring the Critical Supplier Motion.

DIP Lender's Charge

17. The Applicants have not drawn upon the DIP and it does not appear that they will require DIP financing prior to May 31, 2013, based on the Updated Projection filed with the Tenth Report. Therefore, at the time of any distribution, and subject to any additional updated cash flow projections filed with this Court in support of any further extension of

Stay Period, it is possible that there will not be any amount secured by the DIP Lenders' Charge and therefore it is possible that no reserve will be required in relation thereto.

Directors' Charge

18. The Initial Order provides that the Applicants shall indemnify their directors and officers for certain obligations incurred during the *CCAA* proceedings. The indemnity is secured by a charge (capped at $1,000,000) on the Property of the Applicants.

19. As described in more detail below, the Monitor has conducted a D&O Claims Solicitation Procedure in order to solicit any claims against the Directors and Officers. No D&O Proof of Claim Forms were submitted to the Monitor by the D&O Claims Bar Date of April 15, 2013.

20. Based on the fact that the only remaining active operations are located in Mexico and no person filed a D&O Claim, it would appear that all or some of the Directors' Charge could be released. However, the Applicants have raised a concern with respect to releasing any portion of the Directors' Charge before the proceeds of sale of the Canadian operations have been distributed (which appears to create a circularity problem) or while Landdrill Mexico is still operating.

Other Claims

21. In addition to the anticipated costs of administration and the Court-ordered charges, it will also be necessary to deal with the fees owing to Clarus in connection with the sale of Landdrill Canada's assets and Landdrill Mongolia's assets to Major, and with any other super-priority claims.

22. The Monitor understands the fee owing to Clarus in connection with the sale of Landdrill Canada's assets as considered by the Clarus Engagement Letter which is attached as Appendix "**A**" to the Second Report to be 3.0% of $4,058,151 or $121,744.53. The Monitor understands the fee owing to Clarus in connection with the sale of Landdrill Mongolia's assets as considered by the Clarus Engagement Letter to be 3.0% of $835,390.21 or $25,061.71.

23. Pursuant to paragraph 7 of the Initial Order, the payment of Sales Taxes which were accrued or collected prior to the date of the Initial Order but not required to be remitted until on or after the date of the Initial Order (approximately $590,000) were deferred but the Applicants remain liable for the payment. Paragraph 7 of the Initial Order also provides that: (a) "in the event of the sale of all or substantially all of the Property or the Business, Pre-Filing Sales Taxes shall be paid in accordance with applicable law"; and (b) "in the event that the Applicants become bankrupt, Pre-Filing Sales Taxes shall be dealt with in accordance with the Bankruptcy and Insolvency Act".

SECURITY REVIEW

Background

24. As is standard practice in liquidating *CCAA* proceedings, the Monitor instructed its counsel to review the security of those creditors known to be asserting a secured claim.

25. Counsel to Norrep has advised the Monitor that as of April 10, 2013, there is an aggregate amount of $9,355,794 outstanding to Norrep under its credit agreement with Landdrill BC, as borrower and Landdrill Atlantic, Landdrill NB, Landdrill LCM, Landdrill International Company Limited, Landdrill International LLC, Landdrill Barbados, Landdrill International Cooperatief U.A., Landdrill International Nicaragua, S.A., Landdrill Mexico, Landdrill International SARL, and LLC Landdrill International, as guarantors. The aggregate amount is constituted of $8,000,000 in principal, $1,137,494 in accrued interest, and $218,300 in legal fees. The per diem rate of interest from and after April 10, 2013, is $3,978.88.

26. As stated in the affidavit of Mr. Christopher Johnson sworn April 15, 2013, on March 15, 2013, Norrep purchased the aggregate outstanding debt owing by Landdrill BC, as borrower, and Landdrill NB, Landdrill Barbados and Landdrill Mexico, as guarantors, to Sprott and the related security. Counsel to Norrep has advised the Monitor that as of April 10, 2013 there is an aggregate amount of $2,858,431.63 outstanding to Sprott under its credit agreement with Landdrill BC, as borrower and Landdrill NB, Landdrill Barbados and Landdrill Mexico, as guarantors. The aggregate amount is constituted of

$2,500,000 of principal and $358,431.63 of accrued interest. The per diem rate of interest from and after April 10, 2013, is $939.76.

27. According to the affidavit of Michael Pisani sworn on April 12, 2013, as of April 11, 2013, there is an aggregate amount of $3,488,453.85 outstanding to GE under its loan agreements with Landdrill NB, as borrower and Landdrill BC, Landdrill Atlantic and Nitasi Landdrill Limited Partnership, as guarantors. The aggregate amount is constituted of $2,875,037.76 in principal, $178,332.71 in accrued interest, $228,279.23 in a prepayment amount, $18,288.56 in late charges and $188,515.59 in legal fees and other costs. The aggregate per diem rate of interest is $696.52.

28. Ally Credit Canada Limited ("**Ally**") advised the Monitor on April 12, 2013 there is an aggregate amount of $450,674.63 outstanding to Ally under its full disclosure conditional sale contracts with Landdrill NB, Landdrill BC and Landdrill Atlantic, as applicable. The Monitor has requested that Ally provide it with the details of the components of this aggregate amount.

29. A copy of the security opinions given to the Monitor will be provided to the Court upon request. A copy of the security opinions will also be provided to any interested party requesting a copy of same who confirms in advance that: (a) such party is not the opinion giver's client and therefore is not entitled to rely upon the opinion and that the opinion giver has no liability or responsibility to such party with respect to any loss, liability, damage or expense in connection with the provision to such party of the opinion or such party's review of contents thereof; (b) such party will not disclose the opinion to any other party; and (c) the provision of the opinion does not constitute a waiver of privilege.

Inter-creditor Agreements

30. Pursuant to a priority agreement, Norrep and Sprott agreed that the Norrep Security Agreement[1] has priority over Sprott Security Documents[2] with respect to all of the

[1] The general security agreement made March 21, 2012 among Landdrill BC, Landdrill Atlantic, Landdrill NB, Landdrill LCM, Landdrill International Company Limited, Landdrill Mongolia, Landdrill Barbados, Landdrill

present and after acquired personal property of Landdrill BC, Landdrill NB and Landdrill Barbados excluding all present and after acquired real and personal property of Landdrill Mexico, all shares owned by Landdrill BC in the capital of Landdrill NB, all shares owned by Landdrill NB in the capital of Landdrill Barbados and all shares owned by Landdrill Barbados in the capital of Landdrill Mexico. This priority agreement also provides that the Sprott Security Documents are limited to securing indebtedness to a maximum of $4,000,000, plus related costs and expenses.

31. Pursuant to a priorities agreement, Norrep and GE agreed that the GE Security[3] has priority over the Norrep Security[4] with respect to all present, future and after-acquired equipment of Landdrill NB and all present and future attachments, accessories, accessions thereto and all spare parts, replacements, substitutions, exchanges and trade-ins therefor and all intangibles and proceeds related thereto including all insurance payments and other indemnities or compensation for loss or damage thereto (“**Equipment Collateral**”). The Norrep Security has priority over the GE Security with respect to all of Landdrill NB’s present and future movable, property, assets and undertaking other than the Equipment Collateral[5]. This priorities agreement does not deal with Landdrill BC or any other Landdrill entity other than Landdrill NB.

32. Finally, Sprott delivered certain waiver letters to GE whereby Sprott subordinated and postponed any present or future claims it may have or may acquire in or to certain equipment described in Schedule A to the waiver letters and all present and future

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International Cooperatief U.A., Landdrill International Nicaragua, S.A., Landdrill International SARL, LLC Landdrill International and Norrep.

[2] Collectively, (i) the general security agreement dated July 29, 2011 executed by Landdrill BC in favour of Sprott, as secured party, (ii) the general security agreement dated July 29, 2011 executed by Landdrill NB in favour of Sprott, as secured party, (iii) the general security agreement dated July 29, 2011 executed by Landdrill Mexico in favour of Sprott, as secured party, (iv) the share pledge agreement dated July 29, 2011 between Sprott and Landdrill BC and (v) the share pledge agreement dated July 29, 2011 between Sprott and Landdrill NB.

[3] The security interest and hypothec granted on all or part of the present and future movable property, assets and undertaking of Landdrill NB as security for the payment in full of the indebtedness of Landdrill NB to GE.

[4] The security interest granted on all or part of the present and future movable property, assets and undertaking of Landdrill NB as security for the payment in full of the indebtedness of Landdrill NB to Norrep.

[5] All present, future and after-acquired equipment of Landdrill NB and all present and future attachments, accessories and accessions thereto and all spare parts, replacements, substitutions, exchanges and trade-ins therefor and all intangibles and proceeds related thereto, including all insurance payments and other indemnities or compensation for loss or damage thereto.

attachments, accessories and accessions thereto and all spare parts, replacements, substitutions, exchanges and trade-ins therefor and all intangibles and proceeds relating thereto, including all insurance payments and other indemnities or compensation for loss or damage thereto.

Findings

33. The Monitor's Ontario and BC counsel, Stikeman Elliott LLP, conducted a security review of the security granted by (a) Landdrill BC, Landdrill NB, Landdrill Atlantic and Landdrill LCM (the "**Canadian Credit Parties**") to secure the amounts owing under the Norrep credit agreement, (b) Landdrill BC and Landdrill NB to secure the amounts owing under the Sprott credit agreement, and (c) Landdrill NB and Landdrill BC to secure amounts owing under the GE loan agreements, and they rendered an opinion with respect to the validity and perfection thereof under the laws of the Province of Ontario and British Columbia, as applicable (the "**Stikeman Opinion**"). This opinion states that (subject to the assumptions and qualifications contained therein), (i) the personal property security granted in favour of Norrep is valid and, with respect to the Norrep Security Agreement, enforceable and creates valid security interests in the personal property of the Canadian Credit Parties secured under the Province of Ontario; (ii) the personal property security granted in favour of Sprott is valid, and with respect to the Sprott Security Documents, enforceable and creates a valid security interest in the personal property of Landdrill BC and Landdrill NB secured under the Province of British Columbia; (iii) the personal property security granted in favour of GE is valid, and with respect to the GE Security Documents[6], creates a valid security interest in the personal property of Landdrill BC and Landdrill NB secured under the Province of Ontario and with respect to

[6] Collectively, (A) the loan and security agreement dated March 30, 2011 between Landdrill NB and GE (the **"GE March 2011 Loan and Security Agreement**"), (B) the loan agreement dated September 28, 2011 between Landdrill NB and GE, (C) the loan agreement dated March 23, 2012 between Landdrill NB and GE, (D) the conditional sale agreement dated July 8, 2011 between Landdrill NB and GE (the **"GE March 2012 Loan and Security Agreement**"), (E) the general security and movable hypothec agreement made as of July 29, 2008 between Landdrill NB and GE and (F) the general security agreement made as of July 20, 2010 between Landdrill BC, GE, GE Canada Leasing Services Company, General Electric Canada Equipment Finance G.P., GE Canada Asset Financing Holding Company, GE Technology Finance, GE VFS Canada limited Partnership and GE Capital Canada Equipment Financing & Leasing Company (the **"Landdrill BC/GE Security Agreement**").

the Landdrill BC/GE Security Agreement, creates a valid security interest in the personal property of Landdrill BC and Landdrill NB secured under the Province of Ontario.

34. The Monitor's Quebec counsel, Stikeman Elliott LLP, conducted a security review of the security granted by Landdrill NB to secure the amounts owing under the Norrep Credit Agreement, the GE March 2011 Loan and Security Agreement and GE March 2012 Loan and Security Agreement and they rendered an opinion with respect to the validity and opposability thereof under the laws of the Province of Québec (the "**Stikeman Quebec Opinion**"). This opinion states that (subject to the assumptions and qualifications contained therein), (a) the hypothec granted in favour of Norrep is valid on the corporeal movable property of Landdrill NB stated to be charged thereunder not ordinarily used in more than one jurisdiction and situated in the Province of Quebec, and the incorporeal movable property of Landdrill NB established by, *inter* alia, a title in bearer form and situate in the Province of Quebec; and (b) the hypothec granted in favour of GE is valid on the corporeal movable property of Landdrill NB stated to be charged under each of the GE March 2011 Loan and Security Agreement, the GE March 2012 March Loan and Security Agreement and the GE July 2008 Security Agreement, respectively, not ordinarily used in more than one jurisdiction and situated in the Province of Quebec, and the incorporeal movable property of Landdrill NB established by, *inter* alia, a title in bearer form and situated in the Province of Quebec.

35. A similar opinion was obtained by the Monitor from O'Brien Anthony White under the laws of the Province of Newfoundland and Labrador with respect to the validity and perfection of personal property security granted by (a) the Canadian Credit Parties to secure the amounts owing under the Norrep Credit Agreement, and (b) Landdrill NB and Landdrill BC to secure amounts owing under the GE Credit Agreements, and they rendered an opinion with respect to the validity and perfection thereof under the laws of the Province of Newfoundland and Labrador (the "**O'Brien Opinion**"). This opinion states that (subject to the assumptions and qualifications contained therein), (i) the personal property security granted in favour of Norrep is valid and, with respect to the Norrep Security Agreement, creates valid security interests in the personal property of the Canadian Credit Parties secured under the Province of Newfoundland and Labrador; and

(ii) the personal property security granted in favour of GE is valid, and with respect to the GE Security Documents, creates a valid security interest in the personal property of Landdrill NB and Landdrill BC secured under the Province of Newfoundland and Labrador.

36. A similar opinion was also obtained by the Monitor from Bingham Law (the "**Bingham Opinion**") under the laws of the Province of New Brunswick with respect to the validity and perfection of personal property security granted by (a) the Canadian Credit Parties to secure the amounts owing under the Norrep credit agreement, (b) Landdrill BC and Landdrill NB to secure the amounts owing under the Sprott credit agreement, and (c) Landdrill NB and Landdrill BC to secure amounts owing under the GE loan agreements, and they rendered an opinion with respect to the validity and perfection thereof under the laws of the Province of New Brunswick. This opinion states that (subject to the assumptions and qualifications contained therein), (i) the personal property security granted in favour of Norrep is valid and, with respect to the Norrep Security Agreement, creates valid security interests in the personal property of the Canadian Credit Parties secured under the Province of New Brunswick; (ii) the personal property security granted in favour of Sprott is valid, and with respect to the Sprott Security Documents, enforceable and creates a valid security interest in the personal property of Landdrill BC and Landdrill NB secured under the Province of New Brunswick; and (iii) the personal property security granted in favour of GE is valid, and with respect to the GE Security Documents, creates a valid security interest in the personal property of Landdrill BC and Landdrill NB secured under the Province of New Brunswick.

37. Ally, Landdrill NB, Landdrill BC and Landdrill Atlantic, as applicable, have entered into 26 conditional sale contracts with respect to certain motor vehicles. The Bingham Opinion states that (subject to the assumptions and qualifications contained therein) the personal property security granted in favour of Ally is valid and, with respect to the Ally conditional sale contracts, enforceable and creates valid security interests in the personal property of each of Landdrill NB, Landdrill BC and Landdrill Atlantic party thereto secured under the Province of New Brunswick. The Monitor has also been advised by Bingham Law, that Ally has priority over the motor vehicles identified in these

conditional sale contracts by virtue of the inclusion of the vehicle identification numbers in the PPSA registrations made by Ally.

38. The PPSA registration made in the New Brunswick personal property registry system with respect to the security interest in the one motor vehicle subject to the full disclosure conditional sale contract (item D5 on Schedule B to the Bingham Opinion) dated March 14, 2011 between Landdrill NB and Wilson Chevrolet Limited and assigned to Ally, was not registered against the full legal name of Landdrill NB (registration number 19899822). As such, a search of the New Brunswick personal property registry system did not reveal the registration as either an exact match or a close match. On April 15, 2013, Ally filed an amendment to the New Brunswick registration to amend the debtor name to include the full legal name of Landdrill NB. The Monitor has been advised by Bingham Law, that, assuming the PPSA amendment registration is permitted and effective following the *CCAA* filing, Ally has a perfected security interest in this motor vehicle and priority to other secured creditors as of April 15, 2013.

39. De Lage Landen Financial Services Canada Inc. ("**De Lage**") has advised the Monitor that as of January 23, 2013, there is an aggregate amount of $11,346.73 outstanding pursuant to a lease contract with Landdrill NB and Landdrill BC with respect to a Hyundai Forklift described therein. The Monitor was advised by Bingham Law that De Lage has a valid and perfected security interest as well as priority over the Hyundai Forklift identified in the lease contract by virtue of the inclusion of the vehicle identification number in the PPSA registration made by De Lage.

40. The Monitor has reviewed the searches conducted against the Canadian Credit Parties set out in Schedule "C" to the Stikeman Opinion, the Stikeman Quebec Opinion, the O'Brien Opinion and the Bingham Opinion and subject to statutory and possessory liens, security interests perfected by possession or control, purchase money security interests, rights of certain motor vehicle and equipment lessors and claims that have priority by operation of law, it appears that (a) GE has a first ranking security interest with respect to the equipment of Landdrill NB, (b) Norrep has a first ranking security interest with respect to the accounts, intangibles (excluding intellectual property and choses in action) and

inventory of Landdrill NB and (c) Sprott has a first ranking security interest with respect to the shares of Landdrill Barbados owned by Landdrill NB and held by Sprott.

41. The Monitor has reviewed the searches conducted against the Canadian Credit Parties set out in Schedule "C" to the Stikeman Opinion, the Stikeman Quebec Opinion, the O'Brien Opinion and the Bingham Opinion and subject to statutory and possessory liens, security interests perfected by possession or control, purchase money security interests, rights of certain motor vehicle and equipment lessors and claims that have priority by operation of law, it appears that GE has a first ranking security interest with respect to the equipment of Landdrill BC. It also appears that GE has a first ranking security interest with respect to the accounts, intangibles (excluding intellectual property and choses in action) and inventory of Landdrill BC. Finally, it appears Sprott has a first ranking security interest with respect to the shares of Landdrill NB owned by Landdrill BC and held by Sprott.

D&O CLAIMS SOLICITATION PROCEDURE

42. In order to determine if any claims against the Directors and Officers exist which may trigger the indemnity in favour of the Directors and Officers (the "D&O Claims") contained in paragraph 24 of the Initial Order, which are secured by the Directors' Charge, it is normal practice in *CCAA* proceedings to conduct a D&O claims solicitation procedure with a claims bar date.

43. A D&O Claim Solicitation Process was approved by this Court on March 21, 2013. Pursuant to the D&O Claims Solicitation Procedure Order any Person that wished to assert a D&O Claim was required to submit proof of such D&O Claim to the Monitor in the prescribed manner, together with all relevant supporting documentation in respect of such D&O Claim, on or before the D&O Claims Bar Date of 5:00 p.m. Atlantic Time on April 15, 2013, or such later date as may be ordered by the Court, failing which such D&O Claim shall be barred and extinguished.

44. The D&O Claims Solicitation Procedure Order requires the Monitor to take a number of steps to facilitate the identification of claims against the Directors & Officers of the Applicants. The following paragraphs set out the requirements of the D&O Claims

Solicitation Procedure Order and the steps taken by the Monitor to comply with those requirements:

(a) A Notice of the D&O Claims Solicitation Procedure and D&O Claims Bar Date (the "**Notice**") was to be published in each of (i) the Globe and Mail (national edition), (ii) the Times & Transcript, (iii) the Telegraph Journal and (iv) the Daily Gleaner, and distributed via the Canada Newswire, as soon as practicable after the granting of the D&O Claims Solicitation Procedure Order. Newspaper tear-sheets for the publication of the Notice in each of these newspapers and a copy of the confirmation of distribution by the Canada Newswire are attached hereto as Appendix A.

(b) The Notice was to be posted on the Monitor's Website and the Applicants' Website as soon as practicable after the granting of the D&O Claims Solicitation Procedure Order. A confirmation that the Notice was posted on the Monitor's website on March 25, 2013 is attached hereto as Appendix "**B**". Management has confirmed to the Monitor that on March 26, 2013, the Applicants tested the link to the Monitor's Website that was situate on the home page of the Applicants website and named "*CCAA* Filing Information". The Applicants have advised the Monitor that the *CCAA* Filing Information link, when clicked on, immediately opened the Monitor's Website which showed approximately ten different sets of documents related to these *CCAA* Proceedings including one named "Notice of D&O Claims Solicitation Procedure and Claims Bar Date." The Applicants have advised the Monitor that they considered that this arrangement satisfied the requirements of the D&O Claims Solicitation Procedure Order. A copy of the Applicants' website home page and the Monitor's Website showing the aforementioned information is attached hereto as Appendix "**C**".

45. No D&O Proof of Claim Forms were filed with the Monitor on or before the D&O Claims Bar Date.

PAYMENT OF THE PURCHASE PRICE FOR THE MONGOLIAN SHARES

46. As described in the Seventh Report, the Monitor, on behalf of Landdrill Ltd. (the "**Seller**"), and the Purchaser executed a Share Purchase Agreement on February 13, 2013.

47. As described in the Tenth Report, the Purchaser confirmed on April 2, 2013, that he had caused the Purchase Price to be wired pursuant to two separate wires to the Monitor's trust account. During the evening of April 2, 2013, the Monitor received a "payment advice" from the Purchaser's bank confirming that the larger of the two wires had been sent. The Monitor did not receive a "payment advice" in respect of the second smaller wire. As of April 3, 2013, the date of the Tenth Report, the Monitor expected the funds to hit its account within a few business days.

48. Since April 3, 2013, the Monitor has worked with the Purchaser and the Monitor's bank, the Royal Bank of Canada ("**RBC**"), to trace the two wires. In addition, the Monitor understands that the Purchaser has worked with its bank, HSBC in Hong Kong, to trace the two wires. On April 15, 2013, RBC advised the Monitor that, based on bank documents provided by the Purchaser, RBC had determined that its payment centre had, on April 9, 2013, returned the larger of the two wires back to HSBC, the Purchaser's bank, due to a missing 12 digit account number. The Purchaser subsequently advised the Monitor that the smaller wire transfer had also been returned to HSBC by RBC.

49. On April 15, 2013, the Monitor again sent a copy of the US dollar wire instructions to the Purchaser and requested that the Purchaser re-send both wires to the Monitor as soon as possible using the full 12 digit account number and to also send the Monitor a copy of the resultant wire transfer confirmation documents. On April 16, 2013, the Purchaser informed the Monitor that the funds returned by RBC had been received by HSBC and had been rewired to the Monitor's account at RBC.

MONITOR'S OBSERVATIONS

50. As described above, GE has brought a motion seeking a distribution of approximately $3,500,000 from the existing and/or future Canadian, Mongolian and Russian sale proceeds. Norrep has brought a motion seeking an order that the Monitor prepare a

report setting out the recommendations of the Monitor regarding a methodology for allocating the costs of these proceedings.

51. The Monitor is currently holding proceeds of sale from Canadian and Mongolian assets of approximately $5,000,000. In addition, the Monitor expects to receive the balance of the sale proceeds from the Mongolian Share Transaction, discussed above, amounting to approximately $900,000 shortly. Also, as discussed in prior reports of the Monitor, there are assets at Landdrill Russia and the Notre-Dame Building which are expected to result in some recovery at some point in the future. Landdrill Mexico is continuing to operate and the Monitor understands that Norrep and the Applicants are engaged in discussions regarding the future of Landdrill Mexico.

52. The Monitor has attempted to outline above the contingencies that will have to be considered if the Court is to order a distribution, including the creation of reserves in respect of:

(a) The future costs of these *CCAA* proceedings or alternative proceedings;

(b) The Administration Charge (capped at $400,000);

(c) The Critical Supplier Charge (uncapped);

(d) The DIP Lender's Charge (capped at $1,500,000 plus applicable interest);

(e) The Directors' Charge (capped at $1,000,000);

(f) The fees of Clarus (estimated at $146,806.24); and

(g) The pre-filing Sales Taxes (approximately $590,000).

53. In addition, GE, Norrep, Ally and De Lage all have priority claims to some portion of the sale proceeds currently held by the Monitor. To date there has been no determination of the proper allocation of the various sale proceeds to the various assets.

54. With respect to the GE Distribution Motion it is not possible to make the distribution sought by GE until some certainty exists around the various reserves. In order to obtain

that certainty, it would be helpful if: (a) the future of Landdrill Mexico and these CCAA proceedings was determined by the Applicants and Norrep; (b) the Critical Supplier Motion was brought; (c) the Directors' Charge was confirmed or reduced, and reserved for; (d) the fees of Clarus were determined and paid; and (e) the treatment of the Sales Taxes was determined.

ALL OF WHICH is respectfully submitted this 17th day of April, 2013.

ERNST & YOUNG INC.
In its capacity as the Court-appointed Monitor of Landdrill International Inc., a British Columbia corporation, Landdrill International Ltd., a New Brunswick corporation, Landdrill Atlantic Ltd., Landdrill Contract Mining Ltd., a New Brunswick corporation, Landdrill Mexico S.A. de C.V., Landdrill International LLC, a Mongolian corporation, and Landdrill International Inc., a Barbados corporation,

Per:

Paul D. Hickey, CA•CIRP
Senior Vice President

Christopher Mediratta, CA, CIRP
Vice President

Eleventh Report of the Monitor
April 17, 2013
Appendix A

THE WALL STREET JOURNAL.

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REGULATION

SEC clears Facebook IPO payback plan

Nasdaq OMX Group will pay customers for losses resulting from bungled stock-market launch

JENNY STRASBURG
JACOB BUNGE

U.S. regulators have approved a plan by **Nasdaq OMX Group Inc.** to pay customers as much as $62-million (U.S.) for losses stemming from last year's bungled **Facebook Inc.** stock-market debut, though the decision left the door open for Wall Street firms to take further legal action.

The approval of the plan by the Securities and Exchange Commission marks an end to months of uncertainty among brokers over potential relief for losses from the social-networking company's May, 2012, initial public offering.

Wall Street banks are estimated to have lost about $500-million from the delay in the opening of Facebook trading and subsequent confusion over individual trades. Some of the worst-affected institutions remain split on the merits of a compensation plan that was sweetened last year after being initially rejected as inadequate.

Facebook made its debut on Nasdaq in May, 2012. SCOTT EELLS/BLOOMBERG

Switzerland's UBS AG has said the Facebook debut cost it $356-million. The bank said in a statement Monday that it intended to recover from Nasdaq "the full extent of our losses."

A spokeswoman said the bank has filed a demand for arbitration against Nasdaq with the Financial Industry Regulatory Authority (FINRA).

UBS said "the SEC's approval of the plan does not change our opinion," calling the payout "inadequate and insufficient."

Citigroup Inc., whose losses were estimated at about $20-million, also had urged regulators to reject Nasdaq's plan, calling the package too small.

Some of the firms hurt by the social network's rocky debut have appeared satisfied with the revised Nasdaq plan.

Knight Capital Group Inc. and Citadel LLC, which each lost about $35-million trading the stock on May 18, both wrote to regulators last summer backing the proposal after the SEC released it for public comment.

UBS and Citigroup had also objected to Nasdaq's requirement, upheld by the SEC Monday, that any firms claiming compensation under the exchange's plan must waive legal claims against Nasdaq.

Nasdaq needed SEC approval to amend rules capping its liability for all losses from an IPO at $3-million. The SEC found Nasdaq's plan consistent with securities law governing exchange operations, but said its decision Monday does not shield the company from lawsuits or further regulatory action.

Nasdaq plans to pay the compensation in cash, having initially proposed a $40-million payout last June that included about $27-million in discounted trading fees. Criticism of that plan led to the offer being increased in July to $62-million in cash.

Analysts at Raymond James said Nasdaq would be able to cover the payout through cash on hand.

Its roughly $326-million cash stockpile includes a profit of about $10-million the exchange operator made by trading out of Facebook shares it had purchased to help open up the stock for trading May 18.

FINRA will process and evaluate all claims submitted to Nasdaq, according to Monday's order. The self-regulatory body will then provide details to Nasdaq's board. The final amount Nasdaq will pay will be detailed in a subsequent filing with the SEC.

Talks between Nasdaq and the SEC to resolve the agency's investigation into the Facebook IPO are continuing, according to people familiar with the matter.

Nasdaq (NDAQ)
Close: $32.14 (U.S.), down 22¢

ECONOMY

Bernanke defends easy-money policies

VICTORIA McGRANE

U.S. Federal Reserve Chairman Ben Bernanke on Monday attacked the charge that his easy-money policies are provoking a global currency war, maintaining that low-interest rates in the United States and other advanced economies are designed to support domestic economic growth.

In remarks prepared for an event in London, England, Mr. Bernanke said many industrialized countries are "appropriately" pursuing easy-money policies to boost economic recovery following the 2008 financial crisis.

These policies have a side effect of lowering the value of the nation's currencies, and that sparked international tension, particularly between emerging markets and advanced economies.

Mr. Bernanke maintained that industrialized countries, including the United States, are not pursuing these policies with the direct intent of depressing their currencies and thus gaining a trade advantage over other countries.

The economic benefits of these policies "are not created in any significant way by changes in exchange rates; they come instead from the support for domestic aggregate demand in each country or region," Mr. Bernanke said in the speech he was to deliver at a London School of Economics forum.

Rather than hurting other countries, Mr. Bernanke argued that industrialized countries' easy-money policies will help the world economy as a whole.

"Because stronger growth in each economy confers beneficial spillovers to trading partners, these policies are not 'beggar-thy-neighbour' but rather are positive-sum, 'enrich-thy-neighbour actions,' " he said.

"In sum," he said, "the advanced industrial economies are currently pursuing appropriately expansionary policies to help support recovery and price stability in their own countries."

Drawing from the economic lessons modern-day economists draw from the Great Depression, he argued that the policies "confer net benefits on the world economy as a whole and should not be confused to zero-or negative-sum policies" designed primarily to increase one country's exports at the expense of another.

The Fed chairman acknowledged that Fed policies can make life complicated for emerging markets, particularly those who have pursued an export-led growth strategy or those that fear themselves vulnerable to asset bubbles and financial imbalances. But these challenged are outweighed, he said, by the benefits of stronger demand from the United States and other advanced economies.

LEGALS

NOTICE TO CREDITORS AND OTHERS

IN RESPECT OF CLAIMS AGAINST
CURRENT AND FORMER DIRECTORS AND OFFICERS
(collectively, the "Directors and Officers")

OF

LANDDRILL INTERNATIONAL INC. (A BRITISH COLUMBIA CORPORATION),
LANDDRILL INTERNATIONAL LTD. (A NEW BRUNSWICK CORPORATION),
LANDDRILL ATLANTIC LTD. (A NEW BRUNSWICK CORPORATION),
LANDDRILL CONTRACT MINING LTD. (A NEW BRUNSWICK CORPORATION),
LANDDRILL INTERNATIONAL MEXICO S.A. DE C.V. (A MEXICAN CORPORATION),
LANDDRILL INTERNATIONAL LLC (A MONGOLIAN CORPORATION) AND
LANDDRILL INTERNATIONAL INC. (A BARBADOS CORPORATION)

(collectively, the "Applicants")

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, as amended

NOTICE OF D&O CLAIMS SOLICITATION PROCEDURE
AND
D&O CLAIMS BAR DATE

FOR D&O CLAIMS AGAINST THE DIRECTORS AND OFFICERS PURSUANT TO THE COMPANIES' CREDITORS ARRANGEMENT ACT (THE "CCAA")

PLEASE TAKE NOTICE that this notice is being published pursuant to an order of the Honourable Chief Justice Smith of the Court of Queen's Bench of New Brunswick (Trial Division), Judicial District of Moncton, dated March 20, 2013 (the "**D&O Claims Solicitation Procedure Order**"). Capitalized terms not defined within this notice shall have the meaning ascribed thereto in the D&O Claims Solicitation Procedure Order.

Any person who believes that it has a claim against a Director or Officer should send a D&O Proof of Claim to Ernst & Young Inc., in its capacity as the Court-appointed Monitor of the Applicants, to be received **by 5:00 p.m. (Atlantic Daylight Savings Time) on April 15, 2013 or such other later date as may be ordered by the Court (the "D&O Claims Bar Date").**

D&O CLAIMS FOR WHICH D&O PROOFS OF CLAIM ARE NOT RECEIVED BY THE D&O CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER.

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Address of Monitor:

Ernst & Young Inc.
In its capacity as Monitor of Landdrill International Inc. et al.
11 Englehart Street
Dieppe, NB E1A 7Y7

Attention: Ingo Eckoldt
Telephone: (709) 570-8252
Facsimile: (709) 726-0345
Email: ingo.eckoldt@ca.ey.com

Dated at Moncton, NB this 21st day of March, 2013.

ERNST & YOUNG

FIDELITY NATIONAL TITLE INSURANCE COMPANY

ASSUMPTION REINSURANCE AGREEMENT

Notice is hereby given that the Canadian Branch of Fidelity National Title Insurance Company intends to apply to the Superintendent of Financial Institutions on or after April 30, 2013 for approval to cause itself to be reinsured, on an assumption reinsurance basis, against all of the risks undertaken by it in respect of its policies in Canada by Chicago Title Insurance Company, pursuant to Section 587.1 of the *Insurance Companies Act* (Canada).

A copy of the proposed Assumption Reinsurance Agreement is available to policyholders at the Canadian head office of Fidelity National Title Insurance Company located at 55 Superior Blvd., Mississauga, Ontario, L5T 2X9, during regular business hours for a 30-day period after the date of publication of this notice.

The publication of this notice should not be construed as evidence that approval will be issued for the Assumption Reinsurance Agreement. The granting of the approval will be dependent upon the normal *Insurance Companies Act* (Canada) review process and the discretion of the Superintendent of Financial Institutions.

Toronto, March 18, 2013

FIDELITY NATIONAL TITLE INSURANCE COMPANY
ROBIN B. CUMINE
Canadian Chief Agent

COMPAGNIE D'ASSURANCE TITRES FIDELITY NATIONAL

CONVENTION DE RÉASSURANCE DE PRISE EN CHARGE

Avis est par les présentes donné que la succursale canadienne de la Compagnie d'assurance titres Fidelity National prévoit présenter une demande au surintendant des institutions financières, le 30 avril 2013 ou après cette date, pour obtenir l'approbation de se réassurer aux fins de prise en charge contre tous les risques qu'elle accepte à l'égard de ses polices au Canada, auprès de Chicago Title Insurance Company, en vertu de l'article 587.1 de la *Loi sur les sociétés d'assurances* (Canada).

Les titulaires de polices pourront consulter une copie de la convention de réassurance de prise en charge projetée au siège social canadien de la Compagnie d'assurance titres Fidelity National, situé au 55 boulevard Superior, Mississauga Ontario, L5T 2X9, pendant les heures normales d'ouverture, au cours de la période de 30 jours suivant la date de publication du présent avis.

La publication du présent avis ne doit pas être interprétée comme une preuve qu'une approbation sera rendue pour la convention de réassurance. La décision d'approuver l'accord de réassurance dépendra du processus habituel d'examen des demandes aux termes de la *Loi sur les sociétés d'assurances* (Canada) et du pouvoir discrétionnaire du surintendant des institutions financières.

Toronto, le 18 mars 2013

COMPAGNIE D'ASSURANCE TITRES FIDELITY NATIONAL
ROBIN B. CUMINE
Agent principal au Canada

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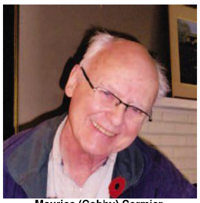

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ACTIVITIES/EVENTS

ACTIVITIES/EVENTS

ACTIVITIES/EVENTS

NOTICE TO CREDITORS AND OTHERS

IN RESPECT OF CLAIMS AGAINST CURRENT AND FORMER DIRECTORS AND OFFICERS (collectively, the "Directors and Officers")

OF

LANDDRILL INTERNATIONAL INC. (A BRITISH COLUMBIA CORPORATION), LANDDRILL INTERNATIONAL LTD. (A NEW BRUNSWICK CORPORATION), LANDDRILL ATLANTIC LTD. (A NEW BRUNSWICK CORPORATION), LANDDRILL CONTRACT MINING LTD. (A NEW BRUNSWICK CORPORATION), LANDDRILL INTERNATIONAL MEXICO S.A. DE C.V. (A MEXICAN CORPORATION), LANDDRILL INTERNATIONAL LLC (A MONGOLIAN CORPORATION) AND LANDDRILL INTERNATIONAL INC. (A BARBADOS CORPORATION)

(collectively, the "Applicants")

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, as amended

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Address of Monitor:

Ernst & Young Inc.
In its capacity as Monitor of Landdrill International Inc. et al.
11 Englehart Street
Dieppe, NB E1A 7Y7

Attention: Ingo Eckoldt
Telephone: (709) 570-8252
Facsimile: (709) 726-0345
Email: ingo.eckoldt@ca.ey.com

Dated at Moncton, NB this 21st day of March, 2013.

ERNST & YOUNG

633690/D

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BUSINESS OPPORTUNITIES

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Quispamsis Garden Home. Waterview, 3 bdrm, 2 baths. $208,900. Call 847-8364.

REAL ESTATE SALES - RIVERVIEW

1275 sq ft 2 stories in Riverview, minutes from the center of Riverview and downtown Moncton. Located at 15 Millwood in the popular Carriage Hill subdivision. Marble kitchen counter tops and island, 2 baths and 3 bedrooms, mini split heat pump, one car garage. Basement is rough in for a bath and divided up ready to be finish if you need extra space. Hardwood and ceramic on the two level, $229,900 Would be interested in rent to own option. Call 506-850-6028 for more info or if you want to view.

1383 sq ft 2 stories in Riverview minutes from the center of Riverview and downtown Moncton. Located at 11 Millwood in popular Carriage Hill subdivision. Large Garage. Marble kitchen counter tops and island, mini split heat pump,2 baths and 3 bedrooms. Basement is rough in for a bath and divide up ready to be finish if you need extra living space. Hardwood and ceramic floors on the two levels, 239,900 Would be interested in rent to own option Call 506 850-6028 if you want more info or want to view.

ACTIVITIES/EVENTS

REAL ESTATE SALES - RIVERVIEW

A New 1800 Sq. Ft, Split level with garage, 4 Bdrm & 2 baths. Dinning, living & family room, Electric heat, Wildwood cabinets with granite counter tops in kitchen & island. 19 Millwood Dr, Riverview. Available immediately Asking $239,900. 850-6028 Would be interested in rent to own option **www.carriagehilldevelopment.ca**

COMMERCIAL FOR SALE

43 Main, St. George - $259,900 - Bar + Take Out + Land + Building = $$$! SJ130852
Peter Coughlan
608-4866
www.peterc21.com

Century 21 RIVER-VALLEY REALTY The Local Experts™
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APARTMENTS - OTHER

East Side- Ellerdale Street. 1 bedroom apartments starting $495. 645-0297

HOMES FOR RENT

1 BDRM house, 25 min east of Saint John. Appliances, no pets, $440/month 832-2156

MOBILE HOME FOR RENT IN HILLCREST PARK
2 bedroom/1 bath
Call for details
634-5702
A60973

ACTIVITIES/EVENTS

GENERAL NOTICES

GENERAL NOTICES

Bell
Public Notice
Telecommunications Site

Bell Mobility, Inc. in accordance with its obligations under the *Radiocommunications Act* and Industry Canada procedure CPC-2-0-03 (2008) hereby notifies residents in the vicinity of the *William Road area* of Long Reach, New Brunswick of its intention to develop a Telecommunications Site consisting of:

- a 75 metre guyed tower,
- an equipment building – 3 m x 2,4 m
- and perimeter fencing.

Located on the property known as PID 00161638.

The site is located off of William Road.

Site Reference: **J1335 Long Reach**

ANY PERSON may make a written submission to the individual listed below by **26 April 2013** with respect to this matter.

Bell Mobility Inc. c/o Real Estate Services
P.O. Box 880
Lobby Level
Halifax, Nova Scotia
B3J 2W3
Attention: Municipal Relations Specialist

Fax (902) 442-6698
Email: comments.agi@altusgroup.com

NOTICE TO CREDITORS AND OTHERS

IN RESPECT OF CLAIMS AGAINST CURRENT AND FORMER DIRECTORS AND OFFICERS (collectively, the "Directors and Officers")

OF

LANDDRILL INTERNATIONAL INC. (A BRITISH COLUMBIA CORPORATION), LANDDRILL INTERNATIONAL LTD. (A NEW BRUNSWICK CORPORATION), LANDDRILL ATLANTIC LTD. (A NEW BRUNSWICK CORPORATION), LANDDRILL CONTRACT MINING LTD. (A NEW BRUNSWICK CORPORATION), LANDDRILL INTERNATIONAL MEXICO S.A. DE C.V. (A MEXICAN CORPORATION), LANDDRILL INTERNATIONAL LLC (A MONGOLIAN CORPORATION) AND LANDDRILL INTERNATIONAL INC. (A BARBADOS CORPORATION)

(collectively, the "Applicants")

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, as amended

NOTICE OF D&O CLAIMS SOLICITATION PROCEDURE AND D&O CLAIMS BAR DATE

FOR D&O CLAIMS AGAINST THE DIRECTORS AND OFFICERS PURSUANT TO THE COMPANIES' CREDITORS ARRANGEMENT ACT (THE "CCAA")

PLEASE TAKE NOTICE that this notice is being published pursuant to an order of the Honourable Chief Justice Smith of the Court of Queen's Bench of New Brunswick (Trial Division), Judicial District of Moncton, dated March 20, 2013 (the "**D&O Claims Solicitation Procedure Order**"). Capitalized terms not defined within this notice shall have the meaning ascribed thereto in the D&O Claims Solicitation Procedure Order.

Any person who believes that it has a claim against a Director or Officer should send a D&O Proof of Claim to Ernst & Young Inc., in its capacity as the Court-appointed Monitor of the Applicants, to be received **by 5:00 p.m. (Atlantic Daylight Savings Time) on April 15, 2013 or such other later date as may be ordered by the Court (the "D&O Claims Bar Date").**

D&O CLAIMS FOR WHICH D&O PROOFS OF CLAIM ARE NOT RECEIVED BY THE D&O CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER.

Claimants who require a D&O Proof of Claim form may obtain a copy of this form from the Monitor's website at http://www.ey.com/ca/landdrill or may contact Ernst & Young Inc., in its capacity as the Court-appointed Monitor of the Applicants, (**Attention:** Ingo Eckoldt, Telephone: (709) 570-8252, Fax: (709) 726-0345 and email: ingo.eckoldt@ca.ey.com), to obtain a D&O Proof of Claim form and Instruction Letter.

Claimants may file their D&O Proof of Claim with the Monitor by mail, fax, email, courier or hand delivery, so that the D&O Proof of Claim is actually received by the D&O Claims Bar Date at the address below:

Address of Monitor:

Ernst & Young Inc.
In its capacity as Monitor of Landdrill International Inc. et al.
11 Englehart Street
Dieppe, NB E1A 7Y7

Attention: Ingo Eckoldt
Telephone: (709) 570-8252
Facsimile: (709) 726-0345
Email: ingo.eckoldt@ca.ey.com

Dated at Moncton, NB this 21st day of March, 2013.

ERNST & YOUNG

633690/D

Lawn & Garden

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- Spring Clean-up.
- Lawn Mowing, Hedge & Shrub Trims
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2003 Dodge Durango SLT, All equipped, 1 owner, accident free, 130,000km, $4,900 Negotiable, must sell. Call 506-238-7670.

2007 Ford Escape V6, AWD. Loaded. 102,000 KM. $8500 OBO. Call 455-9805

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Well Equipped Only $22,900

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All Wheel Drive Only 17000 Km,
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23000 Km, Nice Gas Saver
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Power Sunroof 54000 Km,
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Will pay top dollar for your old vehicle!
Call 260-0027

GENERAL ITEMS UNDER $500

4 piece place setting Royal Doulton "Provence Rouge" pattern $180.00 450-9309

GUNS WANTED ~ C A S H ~ for your unwanted guns. Call (506) 261-1848

Want to sell your items? Call 1-800-561-7166

30" Frigidare electric range. Cream color. very good cond. $50. Call: 575-8279

FOR SALE By Owner

ATTENTION CONTRACTORS!

For Sale! 56x36 2 Storey heated shop on 1 acre. 15 min from F'ton, 14' walls, all metal exterior, wired for welder, air compressor etc., open concept $95,000.
*Would consider selling building for removal - $45,000
*Currently Soliciting bids for relocation.
Call 459-7440 leave message

1-1/2 storey bungalow near the University. 4 PLUS Bedrooms. 2 Bathrooms, garage, double wide paved driveway, parking for 6 vehicles. Electric forced air furnace, new front-loading washer & dryer. Many upgrades. More info & photos upon request (INCOME POTENTIAL), $5,000. CASH BACK,
Call (506) 457-9403 or (506) 478-2815

1184 Sq. Ft. 1 1/2 years old Mini Home on its own land. Top of the line home. All built in applicances, 2 Baths, Fridge with freezer in bottom. Master Bed. 2 walk in closets. Shed wired 10 x 16, step down deck, double paved drive way. In new Joyce Land Sub. call 450-6061

Brownstone Developments
Northside-Neils Farm
Three level townhomes, starting at $189,900. Heat pump, garage, three bedroooms. 2 bathrooms Choose flooring / ceramic, kitchen. Next phase starting in April. Design your own layout. Come see us at our on site showsuite. 447-0502

Country living 20 min from Fredericton, 1156 Route 105 Hwy, Douglas. Lovely St. John River view, 167' frontage large lot, 1144 sq ft. bungalow, attached garage, 3 bdrm, 1-1/2 baths, hardwood floors in livingroom, brick fireplace. Opportunity to restore or modernize. $159,900. 363-4615, 453-9898 or 905-274-1793. No realtors.

FOR SALE: House plus 3 acres, 1 out building included. Country Living, 20 Minutes from Fredericton in Keswick Ridge Area. 4 bedrooms, 2 bath, attached garage, paved driveway, all appliances included, electric baseboard heat. $220,000 Phone 363-3145 or 458-2707

Pepper Creek. Quality built home by Reagon Cont. 1 acre + with loads of perennial Gardens & mature trees. Close to all amenities. 3+1 bdrm, large 5 piece bath with double vanity. hardwood & ceramic through out. Rec room finished with ceramic. Garage in basement. Asking $258,500. Call 1-506-444-8931.

Private Sale ($349,900) -
229 Hearne Street, Fredericton
High Demand Area. Newly Renovated 2 storey 4 bedroom home, 2 ½ baths with attached Double Garage. Large eat-in-kitchen with new floor, countertop and sink; dining room, living room and additional sunken family room and an abundance of storage areas. Recent renovations include: new windows, doors, vinyl siding, heat pump (2 ducts), spray foam insulation, bedroom/family room in basement, Roof (2007) and freshly painted throughout. Corner lot is landscaped with extra large back deck, front porch and paved drive way. Within short walking distance of Bliss Carmen Middle School, Grant Harvey Rink and new indoor tennis facilities, skateboard park, bike park, community garden, 2 outdoor parks and walking trails. Please contact Becky for a private viewing 454-8841 or e-mail: beckyleger@yahoo.ca . Directions: Take Kimble Dr. to corner of Wetmore Rd. and Hearne St.

GENERAL ITEMS UNDER $500

Rocking chair, porch / inside, never out of box, $129 New, Now $65 506-454-8099

Purchase a graphic to make your ad pop off the page
Call 1-800-561-7166 to book your ad today!

Child's doll house, $15. Call 459-5995.

SALES & AUCTIONS

AUCTION
THURSDAY, MARCH 28, 2013
6:00 P.M.
AUCTION CENTER
583-105 HWY. MAUGERVILLE, N.B.
UNRESERVED PUBLIC AUCTION

UNRESERVED PUBLIC AUCTION ON BEHALF SEVERAL AREA HOMES INCLUDING................................
2006 Dodge 1500 4x4 4dr.ext cab. pick-up w/ cap,179,000km,Oak sideboard w/ mirror, Triple dresser w/ mirror, Slag glass swag lamp, Hospital bed, Titanic print, Asst. furniture, French Provincial Sofa & Armchair, Grape Back Parlor Sofa, Early Doll Dresser, Woodcased Radio, Recliner, Ant. Armchair, China cups/saucers, Saint John river scrapbook, Jetliner childs wagon, Bikes, Baskets, Cost. jewellery, Coins, Early tall oil lamp, TVs, Beaver 6" jointer, Jonsered 455 chainsaw, Craftsman router table w/ acc., Craftsman 10 in 1 tablesaw, Mastercraft bench model drillpress, Asst. hand & power tools, Reggae windsurfer, Lawnboy lawnmower, 4dr legal file cabinet, Fibreglass shower enclosure, Collectables, Box lots & much more.

Viewing- Thursday noon until sale at six
Terms - Cash, Debit, Visa & MasterCard.
Buyers fee will apply

PHOTOS & UPDATES AVAILABLE AT
www. auction - nb. ca
AUCTION CENTER
458-5679

AE6958

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ANTIQUES; (n.b.) FREDERICTON INN, April 14 12-5pm www.frederictonantiqueshow.com

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We will help!
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ACTIVITIES/EVENTS

GENERAL SERVICES

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Book Early, Free Estimates
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Over 25 years experience!
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We build on-site buildings with custom made frames. Start at 12' or 14' wide. Any length! Quality plywood 2x6 framing, best service & price or **Make payments!** Order now! Spring / summer delivery Seniors rate. **HOWIE** (c) 440-40-44

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Quality Tax Preparation at Reasonable Prices
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ACTIVITIES/EVENTS

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TAXES

H&R Block Graduate,
With 40 years experience preparing Income Tax returns.
Call 506-446-5886.

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BellBoy DRY CLEANING & LAUNDRY
441 King Street Location
NOW HAS A
FULL TIME SEAMSTRESS
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Specializing in leaks, crack repair, air quality, high capacity dehumidifiers, radon mediation, sump pumps. We are an International franchise with proven technology & high quality service.
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ACTIVITIES/EVENTS

NOTICE TO CREDITORS AND OTHERS

IN RESPECT OF CLAIMS AGAINST
CURRENT AND FORMER DIRECTORS AND OFFICERS
(collectively, the "Directors and Officers")

OF

LANDDRILL INTERNATIONAL INC. (A BRITISH COLUMBIA CORPORATION),
LANDDRILL INTERNATIONAL LTD. (A NEW BRUNSWICK CORPORATION),
LANDDRILL ATLANTIC LTD. (A NEW BRUNSWICK CORPORATION),
LANDDRILL CONTRACT MINING LTD. (A NEW BRUNSWICK CORPORATION),
LANDDRILL INTERNATIONAL MEXICO S.A. DE C.V. (A MEXICAN CORPORATION),
LANDDRILL INTERNATIONAL LLC (A MONGOLIAN CORPORATION) AND
LANDDRILL INTERNATIONAL INC. (A BARBADOS CORPORATION)

(collectively, the "Applicants")

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, as amended

NOTICE OF D&O CLAIMS SOLICITATION PROCEDURE
AND
D&O CLAIMS BAR DATE

FOR D&O CLAIMS AGAINST THE DIRECTORS AND OFFICERS PURSUANT TO THE COMPANIES' CREDITORS ARRANGEMENT ACT (THE "CCAA")

PLEASE TAKE NOTICE that this notice is being published pursuant to an order of the Honourable Chief Justice Smith of the Court of Queen's Bench of New Brunswick (Trial Division), Judicial District of Moncton, dated March 20, 2013 (the "**D&O Claims Solicitation Procedure Order**"). Capitalized terms not defined within this notice shall have the meaning ascribed thereto in the D&O Claims Solicitation Procedure Order.

Any person who believes that it has a claim against a Director or Officer should send a D&O Proof of Claim to Ernst & Young Inc., in its capacity as the Court-appointed Monitor of the Applicants, to be received **by 5:00 p.m. (Atlantic Daylight Savings Time) on April 15, 2013 or such other later date as may be ordered by the Court (the "D&O Claims Bar Date").**

D&O CLAIMS FOR WHICH D&O PROOFS OF CLAIM ARE NOT RECEIVED BY THE D&O CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER.

Claimants who require a D&O Proof of Claim form may obtain a copy of this form from the Monitor's website at http://www.ey.com/ca/landdrill or may contact Ernst & Young Inc., in its capacity as the Court-appointed Monitor of the Applicants, (**Attention:** Ingo Eckoldt, Telephone: (709) 570-8252, Fax: (709) 726-0345 and email: ingo.eckoldt@ca.ey.com), to obtain a D&O Proof of Claim form and Instruction Letter.

Claimants may file their D&O Proof of Claim with the Monitor by mail, fax, email, courier or hand delivery, so that the D&O Proof of Claim is actually received by the D&O Claims Bar Date at the address below:

Address of Monitor:

Ernst & Young Inc.
In its capacity as Monitor of Landdrill International Inc. et al.
11 Englehart Street
Dieppe, NB E1A 7Y7

Attention: Ingo Eckoldt
Telephone: (709) 570-8252
Facsimile: (709) 726-0345
Email: ingo.eckoldt@ca.ey.com

Dated at Moncton, NB this 21st day of March, 2013.

ERNST & YOUNG

633690/D

CNW

March 26, 2013 1:29 PM - Financial - Accounting News & Issues - Offerings - Regulatory - Mining

Landdrill International Inc. issues notice of call for claims

/NOT FOR DISTRIBUTION TO U.S. NEWS WIRE SERVICES OR FOR DISSEMINATION IN THE U.S./

MONCTON, NB, March 26, 2013 /CNW/ - Landdrill International Inc. (the "Company") (TSXV: LDI) today announced that it is issuing notice to *CREDITORS* and others in respect of claims against current and former directors and officers (collectively, the "Directors and Officers") of:

LANDDRILL INTERNATIONAL INC. (A BRITISH COLUMBIA CORPORATION),
LANDDRILL INTERNATIONAL LTD. (A NEW BRUNSWICK CORPORATION),
LANDDRILL ATLANTIC LTD. (A NEW BRUNSWICK CORPORATION),
LANDDRILL CONTRACT MINING LTD. (A NEW BRUNSWICK CORPORATION),
LANDDRILL INTERNATIONAL MEXICO S.A. DE C.V. (A MEXICAN CORPORATION),
LANDDRILL INTERNATIONAL LLC (A MONGOLIAN CORPORATION) AND
LANDDRILL INTERNATIONAL INC. (A BARBADOS CORPORATION)
(collectively, the "Applicants")

In the matter of the companies' creditors arrangement act, R.S.C. 1985, c. C-36, as amended notice of D&O claims solicitation procedure and D&O claims bar date for D&O claims against the directors and officers pursuant to the companies' creditors arrangement act (the "CCAA")

PLEASE TAKE NOTICE that this notice is being published pursuant to an order of the Honorable Chief Justice Smith of the Court of Queen's Bench of New Brunswick (Trial Division), Judicial District of Moncton, dated March 20, 2013 (the "**D&O Claims Solicitation Procedure Order**"). Capitalized terms not defined within this notice shall have the meaning ascribed thereto in the D&O Claims Solicitation Procedure Order.

Any person who believes that it has a claim against a Director or Officer should send a D&O Proof of Claim to Ernst & Young Inc., in its capacity as the Court-appointed Monitor of the Applicants, to be received **by 5:00 p.m. (Atlantic Daylight Savings Time) on April 15, 2013 or such other later date as may be ordered by the Court (the "D&O Claims Bar Date").**

D&O claims for which D&O proofs of claim are not received by the D&O claims bar date will be barred and extinguished forever.

Claimants who require a D&O Proof of Claim form may obtain a copy of this form from the Monitor's website at http://www.ey.com/ca/landdrill or may contact Ernst & Young Inc., in its capacity as the Court-appointed Monitor of the Applicants, (Attention**:** Ingo Eckoldt, Telephone: (709) 570-8252, Fax: (709) 726-0345 and email: ingo.eckoldt@ca.ey.com), to obtain a D&O Proof of Claim form and Instruction Letter.

Claimants may file their D&O Proof of Claim with the Monitor by mail, fax, email, courier or hand delivery, so that the D&O Proof of Claim is actually received by the D&O Claims Bar Date at the address below:

Address of Monitor:

ORGANIZAT
PROFILE

Landdrill Inte

More on this

Ernst & Young Inc.
In its capacity as Monitor of Landdrill International Inc. et al.
11 Englehart Street, Dieppe, NB E1A 7Y7
Attention: Ingo Eckoldt
Telephone: (709) 570-8252
Facsimile: (709) 726-0345
Email: ingo.eckoldt@ca.ey.com
Dated at Moncton, NB this 26th day of March, 2013.

About Landdrill

Landdrill is a growth oriented international drilling company with a focus on the metals and minerals industry. The Company continues to explore opportunities for growth in key markets, either through establishment of new branch offices or through acquisitions as opportunities arise. The Company now has 22 drills with full branch operations in Mexico and Russia.

Forward-looking information

This press release may contain forward-looking statements (within the meaning of applicable securities laws) relating to business of Landdrill International Inc. (the "Company") and the environment in which it operates. Forward-looking statements are identified by words such as "believe", "anticipate", "expect", "intend", "plan", "will", "may" and other similar expressions and include statements in respect of the timing for completion of the second tranche of the Offering. These statements are based on the Company's expectations, estimates, forecasts and projections. They are not guarantees of future performance and involve risks and uncertainties that are difficult to control or predict. These risks and uncertainties are discussed in the Company's regulatory filings available at www.sedar.com.

There can be no assurance that forward-looking statements will prove to be accurate as actual outcomes and results may differ materially from those expressed in these forward-looking statements. Readers, therefore, should not place undue reliance on any such forward-looking statements. Further, a forward-looking statement speaks only as of the date on which such statement is made. The Company undertakes no obligation to publicly update any such statement or to reflect new information or the occurrence of future events or circumstances.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

SOURCE: LANDDRILL INTERNATIONAL INC.

For further information:
Ronald Goguen
President and Chief Executive Officer
Landdrill International Inc.
(506) 388 - 8100
www.landdrill.com

Renmark Financial Communications Inc.
John Bodiman: jboidman@renmarkfinancial.com
Peter Mahzari: pmahzari@renmarkfinancial.com
Tel.: (514) 939-3989 or (416) 644-2020
www.renmarkfinancial.com

Shortened URL http://cnw.ca/7abHz

Eleventh Report of the Monitor
April 17, 2013
Appendix B

Welcome Ingo Eckoldt HOME | LOGOUT

ERNST & YOUNG
Quality In Everything We Do

Ernst & Young Inc.
Restructuring Document Centre

HIDE

- Document Centre Home
- Exit Document Centre
- ____________________
- Administration

Document Review Form - Landdrill International Inc

Edit Engagement: > Edit Document Properties

Document	1303-1044868 Landdrill AdNB_v2.pdf
Document Date	March 21, 2013
Title	Notice of D&O Claims Solicitation Procedure and D&O (
Subject	Notice of D&O Claims Solicitation Procedure and D&O (
Author	Steven McLaughlin
Comments	
Target Folder	Landdrill International Inc\English\Notice of D&O Claims Solicitation Procedure and D&O Claims Bar Date\1303-1044868 Landdrill AdNB_v2.pdf
Status	Not Approved / Approved (selected)

Christopher.Mediratta@ca.ey.com March 25, 2013 8:32:16 AM

Save | Click to Unapprove | Cancel

LANGUAGE: EN

Eleventh Report of the Monitor
April 17, 2013
Appendix C

Landdrill International Inc [CCAA Monitor]

This page is for information purposes only and you should consult your financial or legal adviser if you have any questions or concerns about your rights or obligations.
Please note that when available in both languages, the documents for this company have been provided in both French and English. However, some or all of the documents may only be available in one language and as such users should refer to both the English and French sections (if applicable) to view all available documents for this engagement. (en français)

Search* All Search Reset

Default is to search all document titles, select check box(s) to restrict search to specific folders.

Documents

- English
  - Auction Advertisement - Moncton, New Brunswick
  - Court Call
  - Court Orders
  - List of creditors
  - LLC Landrill International - Tender Sale
  - Monitor's Reports
  - Motion Materials
  - Notice of D&O Claims Solicitation Procedure and D&O Claims Bar Date
  - Notice to Creditors
  - Other Notices
  - Service List

Primary Contacts

Hotline (Canada)
1-855-806-6640

Hotline (International)
1-416-943-5441

LANDDRILL INTERNATIONAL

CCAA FILING INFORMATION
(http://www.ey.com/ca/landdrill)

NEWS RELEASES

Landdrill Announces Suspension from Trading on TSXV (http://www.landdrill.com/sites/default/files/news_releases_en/ldi-10172012.pdf)

Landdrill Obtains Extension of CCAA Stay Period (http://www.landdrill.com/sites/default/files/news_releases_en/ldi-09282012-en.pdf)

Landdrill provides Default Status Report, Announces the Appointment of Directors and Adjournment of Comeback Hearing (http://www.landdrill.com/sites/default/files/news_releases_en/ldi-09172012.pdf)

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