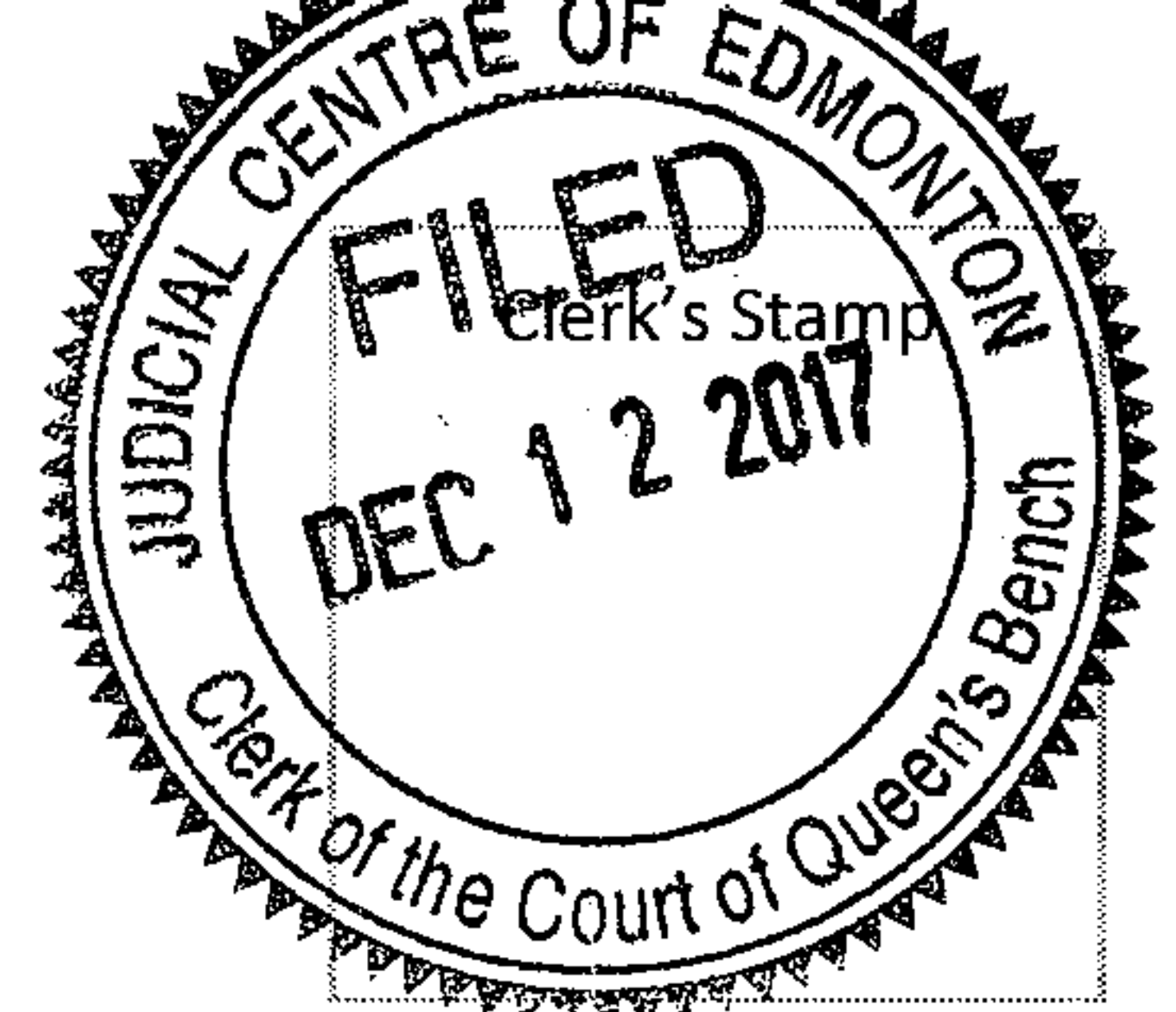




COURT FILE NUMBER 1703 12327
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE EDMONTON

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 ARRANGEMENT OF CANADA
NORTH GROUP INC., CANADA NORTH CAMPS INC., CAMPCORP
STRUCTURES LTD., D.J. CATERING LTD., 816956 ALBERTA LTD.,
1371047 ALBERTA LTD. and 1919209 ALBERTA LTD.

DOCUMENT ORDER INCREASING INTERIM FINANCING

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF PARTY
FILING THIS DOCUMENT
Stephanie A. Wanke
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File No. 37060-00001

*I hereby certify this to be a
true copy of the original.*
[Signature]
Clerk of the Court

DATE ON WHICH ORDER WAS PRONOUNCED: December 12, 2017
NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Justice K. G. Nielsen
LOCATION OF HEARING: Edmonton, Alberta

UPON the application of Canada North Camps Inc., D.J. Catering Ltd., Campcorp Structures Ltd., Canada North Group Inc., 816956 Alberta Ltd., 1371047 Alberta Ltd. and 1919209 Alberta Ltd. (the "**Applicants**"); **AND UPON** having read the Seventh Affidavit of Shayne McCracken sworn December 7, 2017, without Exhibit "A", filed (the "**Seventh Affidavit**"); the Confidential Supplemental to the Seventh Affidavit of Shayne McCracken sworn December 7, 2017, unfiled (the "**Confidential Seventh Supplement**"); the Eighth Affidavit of Shayne McCracken sworn December 12, 2012, to be filed, the Sixth Report of Ernst & Young Inc., in its capacity as Monitor of the Applicants (the "**Monitor**"), the Bench Brief written on behalf of Canadian Western Bank ("**CWB**") dated December 8, 2017, and the Initial Order of the Honourable Justice K.G. Nielsen granted in these proceedings on July 5, 2017 (the "**Initial Order**"); and the Order of the Honourable Justice S.D. Hillier granted on July 27, 2017 (the "**Interim Financing Order**"); **AND UPON** hearing from counsel for the Applicants, counsel for CWB, counsel for Business Development Bank of Canada ("**BDC**"), counsel for the Monitor, counsel for National Leasing Group Inc. and ECN Financial Corp., counsel for Sysco Canada, Inc., Weslease Income Growth Fund LP, Weslease of Canada Ltd., and Roterra Piling Ltd. and counsel for Her Majesty the Queen in Right of Canada (the "**Crown**"); **AND UPON** noting that the Interim Lender's Charge, as defined in the Initial Order, was increased from \$1,000,000 to \$2,500,000 by the Interim Financing Order; **AND UPON** noting that HMQ has been granted leave to appeal

the decision of the Honourable Madam Justice Topolniski pronounced September 11, 2017 and filed October 5, 2017 in this action and the Crown has filed a Notice of Appeal of that decision (Court of Appeal file number 1703-0237AC) (the “**Crown Appeal**”); **AND UPON** noting that the Seventh Affidavit was filed with an Exhibit “A” but was served without Exhibit “A”; **IT IS HEREBY ORDERED AND DECLARED THAT:**

DEFINED TERMS

1. The terms not otherwise defined herein have the meaning ascribed thereto in the Initial Order.

SERVICE

2. The time for service of the notice of application for this Order and its supporting materials is hereby abridged to time actually given and service thereof is deemed good and sufficient.

INCREASE OF INTERIM FINANCING

3. The Applicants are hereby authorized to execute and perform the obligations pursuant to Amendment No. 4 Letter of Offer from BDC dated December 7, 2017, as attached as Exhibit “A” to the Eighth Affidavit of Shayne McCracken (“**4th Amending Letter**”), amending that certain offer letter dated June 29, 2017, as previously amended by letter dated July 12, 2017, by letter dated July 21, 2017 and by letter dated September 28, 2017 (collectively, together with the 4th Amending Letter, the “**Letter of Offer**”);
4. The Applicants are hereby authorized to borrow on the credit facility provided by the terms of the Letter of Offer to an amount not exceeding \$3,000,000 unless permitted by further Order of this Court.
5. The Interim Lender’s Charge is hereby increased from \$2,500,000 to \$3,500,000.
6. All of the benefits and protections provided to BDC as the Interim Lender in the Initial Order shall also apply to BDC with respect to the 4th Amending Letter.
7. The priority of the Interim Lender’s Charge in favour of BDC for this increase in interim financing and the claim of HMQ for the outstanding source deductions owed by Canada North Camps Inc. and Campcorp Structures Ltd. is subject to the final resolution of the Crown Appeal, or any appeal thereof to the Supreme Court of Canada.
8. Nothing in this Order, including paragraph 6 hereof, shall prejudice the position of any party on the Crown Appeal, or any appeal thereof to the Supreme Court of Canada.

FILING OF PLAN OF COMPROMISE OR ARRANGEMENT

9. Subject to an earlier termination of the Stay Period, the Applicants shall file a Plan of Compromise and Arrangement, as required by the Letter of Offer, on or before February 28, 2018.

SEALING THE CONFIDENTIAL AFFIDAVIT

10. The Confidential Affidavit (the "Sealed Documents") shall be sealed on the Court file until further order of this Court, notwithstanding Division 4 of Part 6 of the *Alberta Rules of Court*. The Sealed Documents shall be kept confidential and shall not form part of the public record, but rather shall be placed, separate and apart from all contents in the Court file, in a sealed envelope attached to a notice that sets out the title of these proceedings and a statement that the contents are subject to a sealing order until further Order of this Court.

SEVENTH AFFIDAVIT

11. The Clerk of the Court is directed to remove Exhibit "A" from the filed copy of the Seventh Affidavit.

"K. G. Nielsen"

Justice of the Court of Queen's Bench of Alberta