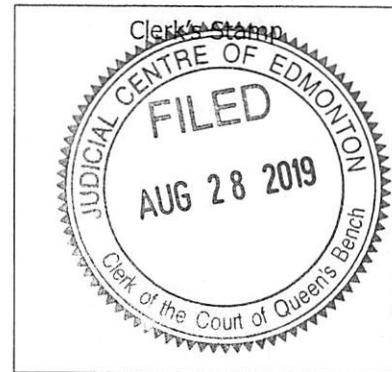


COURT FILE NO. 1703 12327

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 667402 ALBERTA LTD.,
18512398 ALBERTA LTD., 816956 ALBERTA LTD., 1371047 ALBERTA LTD.,
1919209 ALBERTA LTD. and CANADA NORTH GROUP LP HOLDINGS LTD.

DOCUMENT **CONSENT ORDER**

ADDRESS FOR SERVICE	McLENNAN ROSS LLP	Lawyer: Charles P. Russell, Q.C.
AND CONTACT	#600 McLennan Ross Building	Telephone: (780) 482-9115
INFORMATION OF	12220 Stony Plain Road	Fax: (780) 733-9757
PARTY FILING THIS	Edmonton, AB T5N 3Y4	Email: crussell@mross.com
DOCUMENT		File No.: 165813

DATE ON WHICH ORDER WAS PRONOUNCED: August 22, 2019

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton, Alberta

NAME OF MASTER/JUSTICE WHO MADE THIS ORDER: Mr. Justice H.D. Hillier

I hereby certify this to be a
true copy of the original.

for Clerk of the Court

UPON THE APPLICATION of Canadian Western Bank ("**CWB**") for approval of the Greenview Settlement as those terms are defined in Affidavit #8 of Jessie Taha ("**Taha Affidavit #8**"); AND UPON having made reference to the applications of CWB, Ernst & Young Inc. as Monitor of CNC (the "**Monitor**") and Municipal District of Greenview No. 16 ("**Greenview**"); AND UPON having made reference to the Affidavits of Marilyn Jensen on behalf of Greenview, Janice Wetzstein on behalf of Bonnyville, Brian Pysyk on behalf of Athabasca, William Kostiw on behalf of Opportunity, Barry Roman on behalf of 726 Remote Accommodations Ltd., 726 Modular Finance Ltd. and Reliant Asset Management, LLC (collectively, "**726**"), and Mark Eikland on behalf of Northland Mortgage & Investment Corp. ("**Northland**"); AND UPON having made reference to the written briefs of CWB, 726, Greenview, Jeff and Jackie Hadfield (the "**Hadfields**"), the Monitor, Northlands and the collective brief of Bonnyville, Athabasca and Opportunity, the collective reply brief of Bonnyville, Athabasca and Opportunity, and the rebuttal brief of Northland; AND UPON having made reference to the Monitor's Confidential 24th Report; AND upon having heard counsel for CWB, the Monitor, Opportunity, Athabasca, 726, the Hadfields, Great White Sand Tiger Lodging Ltd. ("**Sand Tiger**"), Aurora Lodging Inc. ("**Aurora**"), ECN Financial Inc. ("**ECN**"), VersaBank and Northland, counsel for Greenview not appearing in light of the adjournment *sine*

die of Greenview's application; AND UPON being informed that the Monitor holds funds from the sale of assets of CNC and related parties which were located at the Simonette and Berland Camps (the "**Sale Proceeds**") against which Greenview claims entitlement for payment of their tax claim; AND UPON noting that this Honourable Court has approved the allocation of the sale proceeds amongst the claimants thereof, being CWB, Weslease Income Growth Fund LP ("**Weslease**") and ECN; AND UPON being informed that CWB, Weslease and ECN have each agreed to contribute to payment of the Greenview Settlement as indicated in this Order and from their allocated share of the Sale Proceeds in the following amounts:

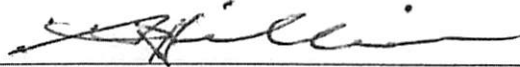
- (a) CWB – \$119,800.00 (being 59.9%);
- (b) Weslease – \$56,800.00 (being 28.4%);
- (b) ECN – \$23,400.00 (being 11.7%)

AND UPON being informed that CWB, Weslease and ECN have approved and are in agreement with the Greenview Settlement and the payment of their proportionate share thereof from the Sale Proceeds;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of the notice of application for this Order is hereby abridged and deemed good and sufficient and these applications are properly returnable as of the date of this Order.
2. The Greenview Settlement is approved.
3. The Monitor shall pay to Greenview the sum of \$200,000.00 from the Sale Proceeds in satisfaction of the amounts due to Greenview pursuant to the Greenview Settlement (the "**Settlement Payment**").
4. The Settlement Payment shall be allocated and deducted from the amounts of the Sale Proceeds allocated to the following parties in the following amounts:
 - (a) CWB – \$119,800.00 (being 59.9%);
 - (b) Weslease – \$56,800.00 (being 28.4%);
 - (c) ECN – \$23,400.00 (being 11.7%).
5. Payment to Greenview of the Settlement Payment is hereby deemed to be an interim distribution of the Sale Proceeds to CWB, Weslease and ECN in the amounts aforesaid, and the Monitor is directed to account for such interim distributions.
6. Greenview is hereby relieved of any liability for an allocation of costs in these proceedings.
7. Greenview shall have no further entitlement or claim for payment from any other party, including the Monitor, CWB, ECN or Weslease with respect to any claim that they have against CNC or any related party.
8. This Order shall be held, in trust, by counsel for CWB and shall not be filed or used in any fashion pending confirmation from counsel to Greenview that the Greenview municipal council has approved the settlement.

9. This Order is of no effect until having been filed in accordance with the foregoing paragraph.



JUSTICE IN CHAMBERS OF THE COURT OF QUEEN'S
BENCH OF ALBERTA

CONSENTED TO BY:

MCLENNAN ROSS LLP

OGILVIE LLP

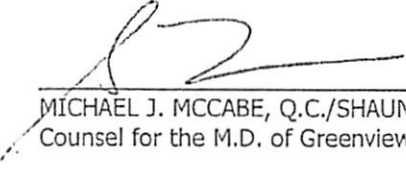
Per: _____
CHARLES P. RUSSELL, Q.C.
Counsel for Canadian Western Bank

Per: _____
KENTIGERN A. ROWAN, Q.C.
Counsel for Weslease 2018 Operating LP,
successor to Weslease Income Growth fund LP

MILLER THOMSON LLP

REYNOLDS MIRTH RICHARDS & FARMER LLP

Per: _____
TERRENCE M. WARNER
Counsel for ECN Financial Inc.

Per:  _____
MICHAEL J. MCCABE, Q.C./SHAUNA N. FINLAY
Counsel for the M.D. of Greenview No. 16

DUNCAN CRAIG LLP

SHAUNA N. FINLAY
Barrister and Solicitor

Per: _____
DARREN R. BIEGANEK, Q.C./RYAN F. QUINLAN
Counsel for the Monitor

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Per: _____

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Counsel for the Monitor

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