COURT FILE NUMBER 1703 12327

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 **Monitor's Certificate (Winterburn)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

DUNCAN CRAIG LLP
Suite 2800, 10060 Jasper Avenue
Edmonton, Alberta T5J 3V9
Attn: Darren R. Bieganek, QC
Phone: 780.441.4386
Fax: 780.428.9683
Email: dbieganek@dcllp.om

RECITALS

A. Pursuant to an Order of the Honourable Justice K.G. Nielsen of the Court of Queen's Bench of Alberta, Judicial District of Edmonton (the "Court") dated July 5, 2017, Ernst & Young Inc. was appointed as the Monitor of CANADA NORTH GROUP INC. ("**CNGI**"), CANADA NORTH CAMPS INC. ("**CNC**"), CAMPCORP STRUCTURES LTD. ("**CSL**"), D.J. CATERING LTD. ("**DJ**"), 816956 ALBERTA LTD. ("**816**"), 1371047 ALBERTA LTD. ("**137**") and 1919209 ALBERTA LTD. ("**191**") (collectively, the "**Debtor**").

B. Pursuant to an Order of the Court dated March 20, 2018, the Court approved the sale transaction (the "**Winterburn Transaction**") contemplated by an agreement of purchase and sale (the "**Winterburn Sale Agreement**") made between 137 and 2007062 Alberta Ltd. or nominee (the "**Winterburn Purchaser**") dated February 17, 2018 and appended as Schedule "D" to the Confidential Supplement to the 11th Report of Ernst & Young Inc. in its capacity as Monitor of the Applicant (the "**Monitor**") dated March 12, 2018 and provided for the vesting in the Winterburn Purchaser (or its nominee) of 137's right, title and interest in and to the land and improvements (the "**Winterburn Property**") described in the Winterburn Sale Agreement which vesting is to be effective with respect to the Winterburn Property upon the delivery by the Monitor to the Purchaser of a certificate confirming (i) the payment by the Purchaser of the Purchase Price for the Winterburn Property; (ii) that the conditions to Closing as set out in sections 5 and 6 of the Winterburn Sale Agreement have been satisfied or waived by 137, the Monitor and the Purchaser; and (iii) the Winterburn Transaction has been completed to the satisfaction of the Monitor.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Winterburn Sale Agreement.

THE MONITOR CERTIFIES the following:

i. The Purchaser (or its nominee) has paid and 137 has received the Purchase Price for the Winterburn Property payable on the Closing Date pursuant to the Winterburn Sale Agreement;

ii. The conditions to Closing as set out in sections 5 and 6 of the Winterburn Sale Agreement have been satisfied or waived by 137, the Monitor and the Purchaser (or its nominee); and

iii. The Transaction has been completed to the satisfaction of the Monitor.

iv. This Certificate was delivered by the Monitor at 11:50 AM on May 3, 2018.

Ernst & Young Inc., in its capacity as Monitor of the Debtor and not in its personal capacity

Per:____________________
Name: Matthew McCulloch
Title: Senior Vice-President