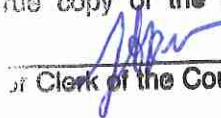


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of Clerk of the Court

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 ORDER (Weslease Mortgages)

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

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File #204-196164

DUNCAN CRAIG LLP

LAWYERS MEDIATORS

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3V9

DATE ON WHICH ORDER WAS PRONOUNCED: December 20, 2018

LOCATION OF HEARING: Edmonton, Alberta

NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Mr. Justice K.G. Nielsen

UPON THE APPLICATION of Ernst & Young Inc. (the "Monitor"), in its capacity as the Court-appointed Monitor of 667402 Alberta Ltd., 18512398 Alberta Ltd. ("185"), 816956 Alberta Ltd., 1371047 Alberta Ltd. ("137"), 1919209 Alberta Ltd. and Canada North Group LP Holdings Ltd. (collectively the "Applicants") for an Order directing the discharges of two mortgages registered in favour of Weslease Income Growth Fund GP Ltd. and Weslease Income Growth Fund Limited Partnership (collectively "Weslease"), and which are described in the Eighteenth Report of the Monitor and the Affidavits of Keith Talbot sworn October 5, 2018 and October 12, 2018 (the "Weslease Mortgages"); AND UPON HAVING READ the Eighteenth Report of the Monitor, the Nineteenth Report of the Monitor, the Affidavits of Keith Talbot sworn October 5, 2018 and October 12, 2018, and the Affidavit of Service; AND UPON HAVING READ having read the briefs of the Monitor and the brief of Weslease; UPON HEARING the submissions of counsel for the Monitor, counsel for Weslease and any other affected parties that may be present; IT IS HEREBY ORDERED AND DECLARED THAT:

[1] In this Order the 185 mortgaged lands are the following:

Plan 0325037

Block 1
Lot 1

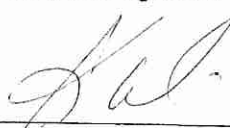
(the "185 Lands")

- [2] In this Order the 137 mortgaged lands are the following:

Plan 0826492
Block 3
Lots 7, 8, 11 and 12

(the "137 Lands")

- [3] The Weslease Mortgages in respect of the 185 Lands and the 137 Lands are hereby declared to be invalid and unenforceable.
- [4] The Registrar of Land Titles of Alberta (the "Registrar") is hereby authorized, requested, and directed to discharge the Mortgage registered in favour of Weslease in the Land Titles Office as instrument number 162 074 096 as against the Certificate of Title to the 185 Lands.
- [5] The Registrar is hereby authorized, requested, and directed to discharge the Mortgage registered in favour of Weslease in the Land Titles Office as instrument number 162 082 014 as against the Certificate of Title to the 137 Lands.
- [6] This Order shall be registered by the Registrar notwithstanding the requirements of section 191(1) of the Land Titles Act, RSA 2000, c.L-7 and notwithstanding that the appeal period in respect of this Order has not elapsed, which appeal period is expressly waived.
- [7] The determination of the costs to be awarded shall be determined at a future date and hearing, if necessary. Weslease and the Monitor are hereby granted leave to bring an application respecting costs within 60 days of the date of this Order if they are unable to agree on costs.


Justice of the Court of Queen's Bench of Alberta

JANUARY 30, 2018

APPROVED AS TO FORM AND CONTENT BY:

DUNCAN CRAIG LLP


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