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Carly Ymes
for Clerk of the Court

COURT FILE NUMBER

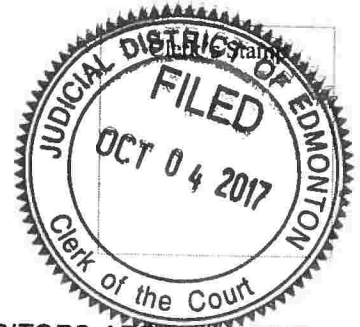
1703-12327

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. and 1371047 ALBERTA LTD.

DOCUMENT

ORDER

ADDRESS FOR SERVICE
AND CONTACT
INFORMATION OF PARTY
FILING THIS DOCUMENT

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DATE ON WHICH ORDER WAS PRONOUNCED:

October 4, 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 Fifth Affidavit of Shayne McCracken sworn October 2, 2017, filed, and the Third Report of Ernst & Young Inc., the Monitor (the "**Monitor**"), filed October 2, 2017; **AND UPON** hearing from counsel for the Applicants, counsel for Business Development Bank of Canada and counsel for the Monitor, **AND UPON** noting that this Court granted an Initial Order in these proceeding on July 5, 2017 (the "**Initial Order**"), **IT IS HEREBY ORDERED AND DECLARED THAT:**

SERVICE

1. The time for service of the notice of application for this order is hereby abridged to the time actually given.

DUTIES OF THE MONITOR

2. The Monitor, in addition to its prescribed rights and obligations under the CCAA and in addition to the rights and obligations set out in paragraph 24 of the Initial Order, is hereby directed and empowered to:
 - (a) advise and assist the Applicants, as needed, with respect to the overall restructuring of the Applicants;
 - (b) evaluate potential restructuring, sale, refinancing and capitalization alternatives that may be available to the Applicants;
 - (c) assist the Applicants, as necessary, with respect to the marketing and sale of any assets or parts of the business of the Applicants;
 - (d) assist the Applicants in negotiating and implementing potential refinancing and capitalization alternatives; and
 - (e) assist the Applicants as necessary, in negotiations and discussions with third parties, including creditors, suppliers, customers and other stakeholders, in respect of the restructuring
3. Paragraph 5 of the Second Extension Order granted in these proceedings on September 26, 2017 is hereby amended and restated as follows:

5. The Applicants, working with the Monitor and Peters & Co., will develop a framework of procedures for the ISSP (the "ISSP Procedures") on or before October 25, 2017.

CHIEF RESTRUCTURING OFFICER

4. R.e.I. group inc., ("REL") is hereby discharged as Chief Restructuring Officer (the "CRO").
5. REL shall continue to have the benefit of the protections set out in the Initial Order for the CRO, including that:
 - (a) REL shall not be considered an officer or director of the Applicants, as those terms are used in the *Business Corporation Act (Alberta)*, and shall only have the obligations and liabilities as expressly set out in the orders of the Court in this proceeding;
 - (b) REL shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of the orders in these proceedings, save and except for any gross negligence or wilful misconduct on its part.
6. Nothing in this Order shall derogate from the protections afforded REL by the CCAA or any applicable legislation.

7. The discharge of REL is without prejudice to the ability of the Applicants or the Monitor to make further application to the Court with respect to incidental duties as may be required from the REL in connection with their discharge as CRO.

INTERIM FINANCING

8. The Applicants' execution of the Letter Agreement dated September 28, 2017 and attached as Schedule "A" to the Affidavit of Shayne McCracken sworn on October 2, 2017 amending the Letter of Offer from Business Development Bank of Canada dated July 21, 2017 (the "**Amending Agreement**") is hereby authorized and the Applicants are authorized to perform the obligations pursuant to the Amending Agreement.



Justice of the Court of Queen's Bench of Alberta