

NO. S-206189
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, S.B.C 2002, c.57

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,
R.S.C. 1985, c. C-44

AND

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 1057863
B.C. LTD., NORTHERN RESOURCES NOVA SCOTIA CORPORATION, NORTHERN
PULP NOVA SCOTIA CORPORATION, NORTHERN TIMBER NOVA SCOTIA
CORPORATION, 3253527 NOVA SCOTIA LIMITED, 3243722 NOVA SCOTIA
LIMITED, NORTHERN PULP NS GP ULC

EIGHTH REPORT OF THE MONITOR

ERNST & YOUNG INC.

October 26, 2021

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INTRODUCTION

1. On June 19, 2020 (the “**Filing Date**”), the Supreme Court of British Columbia granted 1057863 B.C. LTD., Northern Resources Nova Scotia Corporation, Northern Pulp Nova Scotia Corporation (“**Northern Pulp**”), Northern Timber Nova Scotia Corporation, 3253527 Nova Scotia Limited, 3243722 Nova Scotia Limited, Northern Pulp NS GP ULC (collectively, the “**Petitioners**”) relief under the Companies’ Creditors Arrangement Act (Canada) (the “**CCAA**”).
2. The initial order (the “**Initial Order**”), included, *inter alia*, the following provisions:
 - a) appointed Ernst & Young Inc. as monitor of the Petitioners in these CCAA proceedings (the “**Monitor**”); and
 - b) granted the stay of proceedings sought by the Petitioners (the “**Stay of Proceedings**”) to June 29, 2020 (the “**Stay Period**”).
3. The Initial Order was amended and restated as at August 6, 2020 (the “**ARIO**”).
4. The most recent extension to the Stay Period was granted by this Honourable Court on April 22, 2021 (the “**April 22 Hearing**”), extending the Stay Period to October 31, 2021.
5. On September 22, 2021, the Monitor filed its Seventh Report to update this Honourable Court on, *inter alia*, the impacts of the class 2 Designation with respect to the EA Timeline, the EA Process, the terms of the IFF and the IFF Budget. In addition, the Seventh Report outlined the Petitioners’ efforts to engage in settlement discussions and enter into a tolling arrangement with respect to litigation claims against the Province. In its Seventh Report the Monitor advised that a tolling

arrangement had been proposed by the Petitioners as a means to defer the commencement of the litigation, which otherwise would have to be initiated to preserve the Petitioners' legal rights.

6. Since the Seventh Report was filed, the Monitor has been made aware by way of a letter sent from the Province to the Petitioners, attached at Exhibit "M" to the Tenth Chapman Affidavit (as defined below), that, *inter alia*, although the Province it is not opposed to the idea of an alternative dispute resolution, it was not prepared to enter into a tolling agreement and that a claim with respect to the litigation must be filed and evaluated prior to entering into any alternative dispute resolution. The Monitor was not in receipt of this information when it filed its Seventh Report.
7. As a result of the decision of the Province not to enter into a tolling agreement, the Petitioners are now taking steps to preserve and enforce their legal rights against the Province as discussed in further detail in this report.
8. On October 18, 2021, the Petitioners filed motion materials (the "**Petitioners' Application**") accompanied by the tenth affidavit of Mr. Bruce Chapman (the "**Tenth Chapman Affidavit**") requesting that this Honourable court grant, *inter alia*, the following Orders:
 - a) an extension of the Stay Period to April 30, 2022 (the "**Sixth Stay Extension**");
 - b) approval of the amendments to the IFF Term Sheet referred to in Exhibit "T" of the Tenth Chapman Affidavit relating to a change in purpose of the funds

and to extend the first milestone date, as detailed in the Seventh Report, from October 31, 2021 to April 30, 2022; and

- c) approval of expenditures by the Petitioners of up to \$450,000, as set out in the cash flow forecast attached as Exhibit "C" to the Tenth Chapman Affidavit, to fund litigation expenses by the Petitioners during the Sixth Stay Extension.

9. On October 26, 2021, the Nova Scotia Superintendent of Pensions filed an application response taking no position on the Orders sought by the Petitioners but expressing concern that the Special Pension Payments were not contemplated in the Eight Report Forecast (as defined below).
10. October 26, 2021, the Province filed an application response (the "**Province's Response**") addressing the requested Orders as follows:
 - a) taking no objection to the stay extension being sought by the Petitioners, subject to the concerns raised in the Province's Response;
 - b) objecting to the allocation of \$450,000 from the interim financing to preserve litigation rights against the Province for alleged claims related to the *Boat Harbour Act*, for reasons set out in the Province's Response; and
 - c) taking no position on the proposed amendments to the IFF.
11. As at the date of this Report, no other parties filed or are expected to file materials in response to the Petitioners' Application.

MONITOR'S REPORTS AND PURPOSE

12. The Monitor has previously filed eight reports in these CCAA proceedings, the “**First Report**”, “**Second Report**”, “**Supplement to the Second Report**”, “**Third Report**”, “**Fourth Report**”, “**Fifth Report**”, “**Sixth Report**”, “**Seventh Report**” (together the “**Monitor’s Reports**”) all of which are posted on the Monitor’s website at www.ey.com/ca/northernpulp.
13. The purpose of this eighth report (the “**Eighth Report**”) is to provide this Honourable Court with information with respect to the following:
 - a) activities of the Petitioners and the Monitor since the Sixth Report (certain activities of the Petitioners and the Monitor, primarily related to the EA process, were detailed in the Seventh Report, and are repeated here for completeness);
 - b) an update on the EA process;
 - c) update on settlement discussions and litigation with the Province;
 - d) an update on Mill hibernation, maintenance and woodland activities;
 - e) an update on the ELC and the Second ELC Report (as defined below);
 - f) amendments to the IFF;
 - g) the budget to actual cash flow analysis (the “**Variance Analysis**”) for the period April 1, 2021 through to September 30, 2021;
 - h) the updated cash flow projections for the Petitioners (the “**Eighth Report Forecast**”) for the period October 1, 2021 through April 30, 2022 (the “**Eighth Report Forecast Period**”);

- i) professional fees and disbursements to date for the Monitor from March 13, 2021 to September 24, 2021, and its legal counsel for the period of April 1, 2021 to September 30, 2021;
- j) a request for an extension to the Stay Period; and
- k) the Monitor's comments.

TERMS OF REFERENCE

14. The Monitor refers readers to the terms of reference noted in the Second Report. In addition, all capitalized terms not otherwise defined herein have the meanings defined within the Monitor's Reports.

ACTIVITIES OF THE PETITIONERS SINCE THE SIXTH REPORT

15. Since the Sixth Report, the Petitioners have been engaged in the following activities:
- a) continued activities at the Mill including, *inter alia*, landfill capping, wastewater treatment, maintenance of boilers and industrial cleaning;
 - b) continued to carry out woodland activities including, *inter alia*, analyzing and ensuring adequate staffing, maintenance of roadways, coordination of stumpage agreements and land surveys for the sale of wood to sawmills;
 - c) actively participated in communications with various vendors, woodlands customers, suppliers, and other stakeholders with respect to the operation of the Mill and the CCAA proceedings in general;
 - d) engaged in regular communications with the Monitor with respect to its duties under the ARIO to monitor the activities and cash flows of the Petitioners and with the CCAA proceedings in general;

- e) engaged with various stakeholders with respect to several activities relating to the EA process, including the following:
- i. filed its project description of the transformation of the Mill (the **“Project Description”**) with the Minister on May 14, 2021, attached at Exhibit “D” to the Tenth Chapman Affidavit;
 - ii. submitted the Project Description to the federal Impact Assessment Agency of Canada on May 17, 2021 to determine whether they would require a review of the project for the purpose of issuing a federal infrastructure assessment finding;
 - iii. submitted the Project Description to Pictou Landing First Nation (**“PLFN”**) on May 19, 2021 for its review and input;
 - iv. prepared a detailed presentation based on the Project Description and delivered the presentation to various stakeholders as a means to engage and solicit support for the project within the broader community;
 - v. supported the ELC, in accordance with its terms of reference, and attended all ELC meetings to better understand and address community concerns;
 - vi. withdrew all litigation relating to the previous EARD;
 - vii. worked with Nova Scotia Lands to complete the operational transition of the aeration stabilization basin (**“ASB”**) to the Province;

- viii. developed preliminary cost estimates and business viability models for the transformation of the Mill;
 - ix. issued a news release on July 15, 2021 outlining the Petitioners' vision for the proposed transformation of the Mill;
 - x. met with the NSECC to discuss the roles of the NSECC and Northern Pulp with respect to the EA process and to discuss the issues the NSECC had with the previous EARD to bridge the understanding and expectations between the parties going forward;
 - xi. established a revised timeline for completing and filing the new EARD as set out in the Revised Gantt Chart attached at Exhibit "B" to the Tenth Chapman Affidavit;
 - xii. engaged, and held several meetings with, the EA consultant to assist Northern Pulp in fulfilling its obligations with respect to the EA Process and act as a liaison between Northern Pulp and the NSECC;
 - xiii. developed, launched, and maintained a website that details its vision for the new Mill;
- f) advanced communications with the Province with respect to the EA process, including regular updates on progress of the Gantt chart items prepared and submitted to the Province pursuant to the Province's request at the April 22 Hearing;

- g) continued communications with the Province on the settlement of claims against the Province with respect to the closure of the Mill, as detailed throughout the Tenth Chapman Affidavit; and
- h) worked with the IFF lenders to agree and amend the terms of the IFF Term Sheet.

ACTIVITIES OF THE MONITOR SINCE THE SIXTH REPORT

16. Since the Sixth Report, the Monitor has been engaged in the following activities:

- a) actively participated in numerous communications and meetings with the Petitioners, PEC, the Province, and legal counsel for all the parties, in respect of, *inter alia*, monitoring protocols, the ELC, the EA Consultant, advancement of the EA, withdraw of the previous EA, issues related to litigation against the Province with respect to the closure of the Mill, budgeting, the future design of the Mill, the Sixth Stay Extension, the Seventh Report and general progress of the CCAA proceedings and restructuring strategy;
- b) reviewed and provided comments on the Project Description;
- c) reviewed and provided comments on the amendments to the IFF Term Sheet, as detailed below;
- d) attended meetings with the EA Consultant;
- e) attended and participated in several of the Petitioners' presentations on the Mill transformation to stakeholders;
- f) engaged in the following activities related to the ELC:

- i. addressed queries and provided advice related to the CCAA process and functioning of the ELC carrying out its objectives;
 - ii. attended and actively participated in the ELC meetings and participated in several discussions with the ELC Chairperson and various other ELC members with respect to operations and governance;
 - iii. assisted the ELC with respect to logistics surrounding the payment of amounts contemplated in the ELC budget;
 - iv. reviewed and provided comments to the ELC on the ELC Second Report (as defined below);
- g) continued to work with the Petitioners to address matters arising from its day-to-day activities, monitored the Petitioners' activities, reviewed all post filing payments, and compared same against the IFF budget, reviewed updated cash flows and the Revised Gantt Chart, and reviewed IFF milestones and timeline;
- h) as requested by the Province at the April 22 Hearing, continued to deliver regular workstream activity progress updates to the Province's legal and financial advisors reporting on the following:
 - i. a summary and detailed budget to actual spending analysis from commencement of the CCAA proceedings to the date of each progress update;

- ii. a summary of actual expenditures by category and by vendor from the commencement of the CCAA to the date of each progress update;
 - iii. a status update for each of the line items in the EA Timeline (or “Gantt Chart” as referred to in the Petitioners’ Application), including the Petitioners’ revised estimated dates if the timeline had shifted, and comments on each line item as to its progress, status, and explanations for any delays; and
 - iv. an overall summary memo of progress on the key issues during each progress period.
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- i) participated in various calls with the Province and its legal advisors as a means to enhance communications between the parties and offer assistance, where possible, to new government representatives to the file post the Nova Scotia election;
 - j) communications with Petitioners’ and Province with respect to various alternatives to initiate settlement discussions, tolling arrangements, and alternative dispute options;
 - k) reviewed the underlying documents supporting the Petitioners’ request to amend the IFF, as detailed below;
 - l) corresponded with various creditors, and other stakeholders with respect to the CCAA proceedings;

- m) prepared an application for approval of the Monitor's reports and activities, and the fees and disbursements of the Monitor and its counsel; and
- n) prepared and filed its Seventh Report and this Eighth Report.

UPDATE ON THE EA PROCESS

- 17. Since the Seventh Report, the Petitioners have continued to progress the EA process by continuing to present the transformation of the Mill to various stakeholders and by attending the ELC meetings to better understand and address community concerns.
- 18. In addition, the Petitioners engaged and held several meetings with the EA consultant to discuss the following items related to the EA process and the filing of the EARD:
 - a) project management including contracts, health and safety, communications, progress meetings, billing, and change management;
 - b) regulatory requirements including regulatory consultation, the Class 2 decision and process, and the project registration requirements;
 - c) Indigenous engagement; and
 - d) preparation of the EARD itself, including a review of current information, the Project Description, timing of filing, and various other issues related to the EARD and related studies.
- 19. On October 21, 2021, the Monitor confirmed with the EA consultant that the EARD is progressing as expected and will be available in draft form by November 15, 2021. The Petitioners expect to be in a position to file the EARD and pay the registration fee by November 30, 2021. These steps will formally initiate the EA process.

20. The Monitor understands that once the EARD is filed, the NSECC is expected to issue terms of reference with respect to the project (the “**ToR**”). A ToR is issued when the Minister needs further information and evidence to determine whether or not there may be adverse effects or significant environmental issues related to a project. The ToR will address deficiencies, if any, in information provided in the EARD and clarify parameters to the Petitioners on additional studies and information required in order to assess the application.
21. The Monitor understands from discussions with the Petitioners, and as referenced in the Revised Gantt Chart, that once the EARD is filed, the NSECC has 49 days to prepare and issue a draft ToR for public review and advise the Petitioners of the public’s comments. The Petitioners then have 21 days to respond to the public’s comments; following which the NSECC has a further 14 days to develop and issue its final ToR to the Petitioners. Accordingly, the Petitioners expect to receive the final ToR on or around the first week of March 2022.
22. Upon receipt of the ToR, the Petitioners will continue to work with the EA Consultant to understand and develop a listing of required studies to obtain EA approval and to prepare a longer-term cash flow forecast. The Petitioners advise the Monitor that they remain hopeful that the ToR will clearly delineate benchmark standards pursuant to which the studies and findings may be evaluated.
23. The Revised Gantt Chart shows that the EA process will continue through June 2024. The Monitor understands that the Revised Gantt Chart is based on EA regulations for a Class 2 EA and is not aware of any opposition to the timelines presented therein.

Monitor's comments on the EA Process

24. The Monitor acknowledges in its Sixth Report that the Fifth Report had contemplated that as of April 2021, the Petitioners would have been closer to an agreed path forward with the Province and made further process on the EA in a meaningful way. However, the Monitor expressed its opinion that it was necessary for the Petitioners to take a step back and ensure proper planning and governance, considering the views of the community through the ELC, with respect to advancing the plans to transform the Mill and progress the EA process.
25. In its Seventh Report, the Monitor advised this Honourable Court it understood that the Petitioners would need to pivot and reconsider the next steps given the protracted timelines that flow from the Class 2 Designation versus the anticipated timeline of a Class 1 EA. Further steps were subsequently taken by the Applicants during the extended stay period of April 2021 to October 2021 as outlined in the Seventh and Eighth Reports. Preparation can and should continue for the further steps in the EA Process, including potential ToR requirements.
26. As expressed in the Petitioners' Application and the Province's Response, filing of the EARD is a critical next step which will commence the new EA process. The Monitor urges the parties to now focus on the commencement of this process going forward. The Monitor is not aware of any reason why the EARD will not be filed by November 30, 2021 and expects that significant costs related to the EA process will commence after receipt and review of the ToR. Costs will also be incurred by NP as they and their consultants continue to engage with the Province and NSECC on the EA requirements and prepare for the receipt of the ToR.

27. The Monitor is of the opinion that the Petitioners have been working with due diligence and in good faith with respect to the current EA process and encourages the Petitioners, PEC, the Province, the Indigenous Communities, and any other relevant stakeholders to work together efficiently, collaboratively, and diligently to ensure that the timelines in the Revised Gantt Chart are met.

UPDATE ON SETTLEMENT DISCUSSIONS AND LITIGATION

28. In its Seventh Report, the Monitor recommended a process by which the parties might agree to a tolling, reservation of rights agreement, and a process to advance settlement discussions with respect to resolving disputes between Northern Pulp and its affiliates and the Province relating to the closure of the Mill on an urgent basis.
29. As described above, and as detailed in the correspondence attached to the Tenth Chapman Affidavit, the Province has elected not to participate in settlement discussions pending, *inter alia*, receipt of the Petitioners claim details against the Province and an opportunity to review the evidence supporting allegations. It remains unclear how long it might take to review the claim details and supporting documents, and when the Province may be in a position to commence settlement discussions.
30. On October 14, 2021, pursuant to the Nova Scotia *Proceedings Against the Crown Act*, the Petitioners provided the required two months notice to the Attorney General of Nova Scotia, that they intend to institute legal proceedings in the Supreme Court of Nova Scotia against the Province after the expiration of the two-month period (the “**Notice of Intended Action**”). The Monitor understands that the Notice of Intended Action is required to preserve the rights of the Petitioners considering the upcoming limitation period.

31. The Monitor understands that it is contemplated that a statement of claim will be filed after the expiry of the two-month notice period if a tolling agreement is not in place or settlement discussions have not occurred.

UPDATE ON THE MILL HIBERNATION, MAINTENANCE AND WOODLAND OPERATIONS

Mill Hibernation and Maintenance

32. Since the Sixth Report, the Petitioners substantially completed the activities associated with hibernating the Mill. The completion of the capping of the landfill was the final major project relating to the hibernation process. Any further spending on the landfill capping will be minimal and will be carried out in the summer months when ground solidity is tested after the rainy season. The Monitor is advised that the Mill is now in a general “hibernated” state.
33. While the Mill is now “hibernated”, certain costs with respect to hibernation remain and include, *inter alia*, routine industrial cleaning and maintenance, snow clearing, boiler maintenance, lease of outdoor washroom facilities, Mill inspection rounds, and manlift and elevator inspections. These costs can be generally classified as maintenance costs and are included in “Mill closure activities” in the Eighth Report Forecast.

Wastewater Removal

34. The Petitioners continue to remove wastewater from the Mill a part of the ongoing maintenance of the property. Costs to date have been lower than expected due to favourable weather, improved irrigation due to the successful landfill capping, and lower contamination. However, due to seasonal weather variations, the Petitioners expect to have to remove a significant amount of water over the proposed Stay Period.

35. The Petitioners continue to work with their wastewater treatment partner to obtain reasonable contract terms for wastewater removal. A new wastewater treatment agreement will be required during the proposed stay period. The Monitor will assist the Petitioners, where required, in respect of these arrangements.

Woodland Operations

36. As previously reported, the Petitioners have maintained the woodland operations throughout these CCAA proceedings. Since the initiation of the CCAA proceedings, the woodland operations have been cash flow positive, and it is anticipated that the woodland operations will remain cash flow positive throughout the proposed Stay Period.
37. Generally, woodland operations revenue and volume was slightly less than expected throughout the spring and summer months of 2021. However, the lower volume was coupled with lower costs and, as previously mentioned, woodland operations continue to be cash flow positive.
38. The Petitioners support the full implementation of the recommendations set out in the Lahey Report, as described in the Sixth Report, and are currently working towards implementing the Lahey Report recommendations in operations on Crown land.

UPDATE ON THE ENVIRONMENTAL LIAISON COMMITTEE AND REPORT

39. On April 22, 2021, this Honourable Court ordered that the ELC be converted to the Standing Ad Hoc Committee as referred to in the Tenth Chapman Affidavit. For ease, and as the ELC itself and various other community members and stakeholders refer

to the Standing Ad Hoc Committee as the “ELC”, the Monitor will continue to do so in its Reports.

40. In its Seventh Report, the Monitor provided an update on the ELC and the activities undertaken since ELC’s First Interim Report was issued in February 2021.

41. Since the Seventh Report, the ELC has continued to engage, *inter alia*, in the following activities:

- a) carrying out its administrative duties including hosting scheduled bi-weekly meetings;
- b) continuing to correspond with various community stakeholders to understand community issues with respect to the transformation of the Mill;
- c) continuing to participate in various of the Petitioners’ mill transformation presentations to stakeholders, as described in the Seventh Report;
- d) meeting with the Petitioners and advising of their findings with respect to action points that will assist the Petitioners in continuing their efforts to work with and partner with the community;
- e) meeting with Northern Pulp’s and PEC’s public relations professionals to assist in understanding the Petitioners’ public relation strategy and identify potential strategies to continue developing and increasing community support; and
- f) finalizing the Second ELC Report.

42. On October 14, 2021, the ELC issued its Second ELC Interim Project Summary (the “**Second ELC Report**”). A copy of the Second ELC Report is attached to the Tenth

Chapman Affidavit as Exhibit “H” and can also be found on the ELC website at www.ELC4NS.com.

43. The Second ELC Report describes six categories that will assist the Petitioners in steering the reimagined Mill operations, including, inter alia, a mutually beneficial working relationship with the PLFN and the community as a whole, strong Mill leadership, minimization of negative environmental impacts, full implementation of the Lahey Report (as described in the Sixth Report), and providing for ethical and safe operations.

Monitor’s Comments on the Second ELC Report

44. Since its inception, the ELC has been a valuable independent link between the community, stakeholders and the Petitioners. The Monitor actively monitors and engages with the ELC and believes they have made a positive impact on community engagement and support.
45. The ELC plans to complete a stakeholder analysis to determine various stakeholder’s views and issues surrounding the Mill transformation plan and create an action plan to propose to the Petitioners to address the issues. The Monitor supports the ELC’s go-forward plans and will continue to work with the ELC throughout these CCAA Proceedings.

AMENDMENTS TO THE INTERIM FINANCING FACILITY

46. As shown below, as at September 30, 2021, the Petitioners held cash balances of \$6.3 million in the IFF operating account. The Eight Report Forecast contemplates spending of \$9.1 million over the proposed stay extension period. As explained the

Seventh Report, the additional \$6 million draw on the IFF, approved by this Honourable Court on April 22, 2021, has not been drawn.

47. The Petitioners propose to draw in March of 2022, \$5.0 million of the approved \$6.0 million from the IFF, leaving the Petitioners with a cash balance of \$2.2 million at the end of the proposed Stay Period. The applicants are not applying for approval of any additional draws on the IFF at this time.
48. As shown in the table below, of the initial DIP draw of \$15.0 million, \$8.7 million has been spent leaving a cash balance of \$6.3 million as at September 30, 2021. As detailed in the Eighth Report Forecast, the expenses through the proposed Stay Period of \$9.0 million will result in \$17.7 million in expenses incurred on the total IFF draw of \$20.0 million.

Operating Account

Opening cash balance as at June 19, 2020	\$6,674,021
Net CF June 19, 2020 to September 30, 2021 (excluding DIP draws)	(15,399,811)
Cash Deficiency supported by DIP	<u>\$(8,725,790)</u>
DIP draw – September 2020	<u>15,000,000</u>
Closing cash balance as at September 30, 2021	<u>\$6,274,210</u>
Net CF October 1, 2021 to April 30, 2022 (excluding DIP draws)	(9,055,696)
Proposed DIP draw – March 2022	<u>5,000,000</u>
Total cash remaining from DIP advanced	<u>\$2,218,514</u>

49. As detailed in the Seventh Report, the first milestone of the IFF Term Sheet will not be met by October 31, 2021. The IFF Lenders have agreed to amend the IFF Term Sheet to extend the first milestone date to April 30, 2022, at which time the Monitor understands the Petitioners will have received the ToR and further details surrounding the EA process and its impacts on the remaining milestones in the IFF. It is anticipated,

assuming the continuation of these proceedings and the undertakings of the Petitioners, more substantive amendments to the IFF Term Sheet will be required at future applications before this Honourable Court.

50. The Petitioners had proposed amendments to the IFF Term Sheet attached at Exhibit “T” of the Tenth Chapman Affidavit and have informed the Monitor that they have made further amendments which will be attached at Exhibit “A” to the Affidavit of Katerina Doumakis to be filed imminently. The full extent of the amendments are summarized in blackline as follows:

10.	Purposes of the DIP Facility	<p>Subject to the terms and conditions set forth in this Term Sheet, advances are to be made available pursuant to the DIP Facility based on the cash flow projections to be approved by the Agent (for and on behalf of the Lenders) and filed in support of the Borrowers’ application for the Initial Order, subsequent orders issued in the CCAA Proceedings or any other cash flow projections that the Agent (on behalf of the Lenders) requests of the Borrowers for the purposes of the DIP Facility, as the case may be (the “Cash Flow Projections”), to pay costs and expenses associated with (a) the shutdown of the or the Boat Harbour Effluent Treatment Facility and hibernation of operations at the pulp mill (the “Mill”) site owned by Northern Pulp, (b) environmental protection and compliance, (c) identifying, designing, and obtaining approvals for a replacement effluent treatment facility with respect to the Mill (the “the advanced Replacement ETF <u>and transformation of the overall Mill operation to become an “Environmentally Best in Class” Canadian operation substantially as described in the project description filed with the Nova Scotia Department of Environment and Climate Change on May 14, 2021 with such amendments thereto as are consented to by each of the Lenders in writing in its sole and unfettered discretion (the “Project”)</u>, (d) the evaluation, <u>prosecution,</u> settlement or progression of claims and other legal remedies that may be available to the Borrowers and to pay transaction costs, fees and expenses, including Permitted Fees and Expenses (as defined below) and professional fees, and (e) fees and expenses of the Arranger and the Lenders pursuant to the terms of this Term Sheet incurred in connection with the DIP Facility, the CCAA Proceedings and all transactions contemplated thereunder.</p>
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25.	Milestones	<p>The Borrowers shall cause or procure the achievement of each of the following (the “Milestones” and each a “Milestone”):</p> <p>1. By not later than October 31, 2021<u>April 30, 2022</u>, the Borrowers shall have provided evidence satisfactory to the Lenders (acting reasonably) that there is no existing or anticipated matter, event or circumstance that would reasonably be expected to have a material adverse effect on the ability of the Borrowers to satisfy the conditions set out in:</p> <p>(a) paragraph 2 below by June 30, 2022; or</p> <p>(b) paragraphs 3(a) or 3(b) below by December 31, 2022; and</p>
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51. The IFF Lenders have continued to provide financing in accordance with existing terms of their loan agreements, and no steps have been taken to initiate or indicate any default or potential default. The Monitor understands that should this Honourable Court grant the proposed Order amending the IFF, the financing under the IFF will continue to be available to the Petitioners through the proposed Stay Period.

INTERIM FINANCING BUDGET TO ACTUAL ANALYSIS

52. The Monitor, in consultation with the Petitioners, has prepared the following variance analysis comparing the actual cash flow activity of the Petitioners against the Sixth Report Cash Flow Projections for the period April 1, 2021 through September 30, 2021 (the “**Variance Analysis**”). A copy of the Variance Analysis is attached hereto at **Appendix “A”**.

	Actuals April 1 to September 30, 2021	Budget - April 1 to September 30, 2021	
Beginning cash balance (Operating)	\$12,497,851	\$12,497,851	\$ -
Mill operations			
Landfill capping	(1,582,031)	(1,236,250)	(345,781)
Electricity	(289,000)	(391,000)	102,000
Cleaning and other	(348,976)	(341,550)	(7,426)
Total mill operations	(2,220,007)	(1,968,800)	(251,207)
BH operations			
Wastewater treatment	(848,207)	(1,858,975)	1,010,768
Boat Harbour site cleanup	(309,126)	-	(309,126)
Ditching around Canso Chemicals	-	(431,250)	431,250
Testing and other	(198,408)	(124,603)	(73,805)
Total BH operations	(1,355,741)	(2,414,828)	1,059,087
Environmental assessment			
Environmental assessment costs	(55,478)	(6,235,185)	6,179,707
Total Environmental assessment	(55,478)	(6,235,185)	6,179,707
Payroll			
Hourly and salary payroll	(747,065)	(739,607)	(7,458)
Salary EA Comm	-	(245,396)	245,396
Other HR costs	(141,803)	(215,740)	73,937
Total payroll	(888,868)	(1,200,743)	311,875
Administrative (non-restructuring)			
PEC Management Fees	(822,030)	(993,600)	171,571
Professional fees	(663,211)	(2,241,925)	1,578,714
Insurance	(283,199)	(1,191,242)	908,043
Property taxes	(96,554)	(175,750)	79,196
Other	(228,776)	(498,490)	269,714
Total administration (non-restructuring)	(2,093,770)	(5,101,007)	3,007,238
Other receipts			
Woodlands net receipts	499,003	(67,188)	566,191
HST, CEWS, and Other Receipts	990,610	1,933,458	(942,848)
Total other receipts	1,489,613	1,866,270	(376,657)
OPERATING CASH FLOW	\$(5,124,251)	\$(15,054,293)	\$9,930,043
Restructuring costs			
KERP	(154,296)	(181,255)	26,960
Professional fees - restructuring	(945,094)	(1,477,750)	532,656
Total restructuring costs	(1,099,390)	(1,659,005)	559,616
DIP Draw	-	6,000,000	(6,000,000)
Net inflow (outflow)	(6,223,641)	(10,713,298)	4,489,659
Ending Cash Balance (Operating)	\$6,274,210	\$1,784,553	\$4,489,659

Subordinated Interim Facility (SIFF)

Opening Cash (SIFF)	\$811,068	\$811,068	\$-
Pension Funding	(342,267)	(2,241,814)	1,899,547
Severance, Retiree, and Salary Continuance	(309,633)	(645,792)	336,159
Other activity	1,404	-	1,404
SIFF Draw	500,000	2,750,000	(2,250,000)
Ending Cash Balance (SIFF)	\$660,571	\$673,462	\$(12,891)
Total ending cash in Operating & SIFF	\$6,934,782	\$2,458,015	\$4,476,767

Mill Operations

53. Mill Operations and Maintenance include the following activities and sub-activities:

- a) **Landfill Capping** – As detailed in previous reports, the NSE requires the landfill site at the Mill to be capped with several layers of clay and other sediment. The major components of landfill capping costs are the transportation and spreading of clay and topsoil. Other activities relating to regrading, resloping and levelling the landfill, landscaping, and construction of a plunge pool have been completed. The variance above is a result of increased amounts of water being captured, which necessitated additional ditching and hauling of aggregate (gravel and hardstone) in order to prevent sediment erosion. Landfill capping is substantially complete as at the date of this Eighth Report and no significant costs are expected to be incurred over the course of the forecast period.
- b) **Electricity** – Electricity used to power the Mill and BH operations is provided by Nova Scotia Power Inc. (“**NSPI**”). Due to further reductions in electricity usage by Northern Pulp and the transfer of the BHETF, NSPI

agreed to reduce its weekly pre-payments from \$17,000 to \$13,000 and, more recently, to \$11,000, causing a favourable variance.

BH Operations

54. Wastewater operation costs include the following activities and sub-activities:

- a) **Wastewater** – Costs of wastewater treatment are lower than budgeted as a result of the following factors:
 - I. favourable weather conditions (less rainfall than anticipated);
 - II. improved irrigation resulted in less water requiring treatment; and
 - III. less than anticipated treatment as a result of lower contamination levels in the treated water;
- b) **Boat Harbour site cleanup** – As part of the transfer of the BHETF, the ASB curtains, debris, nutrient silo, and surplus equipment were removed. This work was completed in June and no further costs associated with BH site cleanup are expected.
- c) **Ditching around Canso** – the Canso ditching project, if required, remains subject to ongoing discussions with the NSE to determine whether the ditching is required.

Environmental Assessment

55. As detailed previously in this Eighth Report, the majority of costs contemplated as part of the EA process have not yet been incurred due to the Class 2 Designation, delays with respect to the engagement of the EA Consultant and filing of the EARD and not yet having clarity by way of the ToR.

Salary EA Comm

56. The Petitioners planned to hire additional resources to help advance the EA process (reflected in the budget under “Salary EA Comm”). Although the appropriate team members have been engaged, expenses have not yet been incurred.

Professional Fees (non-restructuring & restructuring)

57. The Petitioners have been working primarily with the Monitor, PEC, the ELC, and the NSE to prepare governance and strategy plans for the decommissioning of the ASB and moving forward with the new EA process leading to the reopening of the Mill. To date, this has required less than anticipated professional fees. The withdrawal of the Judicial Review, the former EA process, and the Appeal of the Ministerial Order resulted in certain legal work not being required. Also, a significant amount of professional fees were budgeted for communications support, which is linked to the delayed EA process and therefore only timing in nature.
58. The Professional Fees category also includes \$36,279 and \$12,125 related to ELC meeting facilitation fees and stipends, respectively, paid pursuant to the ELC Budget.
59. Legal costs incurred for preservation of claims against the Province, including the judicial review, appeal of the ministerial order, and claims under the Boat Harbour Act during the variance period total approximately \$20,000.
60. The Monitor notes that in the IFF initially approved by this Court, the Litigation Preservation costs contemplated to be incurred through December 2021 and factored into the initial IFF totalled approximately \$1.2 million. In fact, as a result of the

withdrawal of various litigation proceedings, the Litigation Preservation costs incurred to date have been approximately \$232,000.

61. The Monitor notes the Petitioners are seeking approval of further \$450,000 of Litigation Preservation costs expected to be incurred during the proposed stay extension, in part as a result of costs related to filing the Notice of Intended Action, preparation of the Statement of Claim, and commencing the legal proceedings set out therein
62. The Monitor notes that certain parties other than the Petitioners may be Plaintiffs in the proceedings, and as noted at paragraph 95 of the Tenth Chapman Affidavit, the sharing of the litigation costs have been reflected in the proposed budget.

Other Administrative Costs

63. Insurance was renewed through June 30, 2022. Renewal premiums were negotiated by the Petitioners' parent company resulting in significantly lower than expected insurance costs. In addition, the variance is partially a result of the fact that insurance is paid by PEC in installments and reimbursed by Northern Pulp. The first installment was reimbursed by the Petitioners in early September, however, as at September 30, 2021, the remainder had not yet been reimbursed to PEC.

KERP

64. On July 15, 2021, the Petitioners issued KERP payments totalling \$154,296. The variance is attributable to the departure of an employee, who would have otherwise been eligible to receive a retention bonus.

Woodlands

65. The Woodlands operations remain cash flow positive. The most significant developments within woodlands operations are as follows:

- a) stumpage revenue was lower than contemplated due to timing of the harvest. Revenue that was expected to occur in Q2 2021, was in fact received in Q1 of 2021;
- b) in the summer of 2021, there was less activity than initially forecast and thus expenses on road construction, silviculture and other activities were lower; and
- c) resignation of 3 employees resulted a reduced payroll costs.

Payments from the SIFF

66. The following payments were made from the SIFF during the period:

- a) \$277,712 in salary continuance payments;
- b) \$31,921 to cover life insurance premium payments for retirees; and
- c) \$342,267 in pension funding for 2020.

67. The main component of the variance in the SIFF account is due to \$1.9 million in post-2020 special pension payments being delayed as described in this Eighth Report.

CASH FLOW PROJECTIONS THROUGH CURRENT STAY PERIOD

68. The Petitioners, with the assistance of the Monitor, have prepared the Eighth Report Projections on a monthly basis for the period October 1, 2021 to April 30, 2022.
69. A copy of the Eighth Report Projections is attached to the Tenth Chapman Affidavit at Exhibit “C” and is summarized at **Appendix “B”** to this Eighth Report.
70. The Petitioners’ general operating account is partially funded by the proceeds from the IFF and is shown below separately from the severance, salary continuance and retiree benefit bank account which is entirely funded by the SIFF.

Beginning Cash – General Operating Account	<u>\$6,274,211</u>
Receipts	
Woodlands Collections	3,131,982
HST	<u>722,310</u>
Total Collections	<u>\$3,854,292</u>
Operating Disbursements	
Utilities	386,400
Finance Costs - Property Taxes / Insurance	372,088
Mill Closure Activities	341,550
Wastewater Disposal	1,360,956
Environmental Assessment	695,750
Non-restructuring Professional Fees	2,273,550
Salary and Benefits & HR Costs	1,345,732
PEC Administrative Services	1,186,800
Wood Costs	2,793,471
Miscellaneous Expenditures	177,100
Contingency	<u>350,000</u>
Total Operating Disbursements	<u>\$11,283,396</u>
NET OPERATING CASH FLOW	<u>\$(7,429,104)</u>
Restructuring Disbursements	
KERP	(246,592)
Professional Fees - Restructuring	<u>(1,380,000)</u>
Total Restructuring Disbursements	<u>\$(1,626,592)</u>
NET CASH FLOW	<u>\$(9,055,696)</u>
Ending Cash Balance – General Operating Account	<u>\$(2,781,486)</u>
DIP Draw	<u>\$5,000,000</u>
Ending cash after DIP – General Operating Account	<u>\$2,218,514</u>

Beginning Cash – SIFF/Former Employee Account	<u>\$660,571</u>
Operating Disbursements	
Pension Funding	-
Severance and Salary Continuation	<u>578,547</u>
Total Operating Disbursements	<u>\$578,547</u>
NET CASH FLOW	<u>\$(578,547)</u>
Ending Cash Balance – SIFF/Former Employee Account	<u>\$82,024</u>
DIP Draw	<u>\$500,000</u>
Ending cash after DIP – SIFF/Former Employee Account	<u>\$582,024</u>

71. Detailed notes as to the nature of the cash flow categories are described in the Monitor's Reports. The Monitor would like to highlight the following items:

- a) Woodland collections of \$3.1 million are offset by the wood costs of \$2.8 million resulting in profits from the woodlands operations of approximately \$0.3 million. The forecast costs include a modest increase related to succession planning for a retiring officer;
- b) Wastewater treatment costs are primarily dependant on the amounts of precipitation. The category also includes the costs of ground water and surface water testing, effluent testing, and ambient air monitoring (approx. \$61,000 over the course of the forecast period);
- c) Environmental assessment costs until April 2022 are limited to work related to the development of EARD and design engineering. Other costs will be incurred and included once the ToR has been received;
- d) Non-restructuring professional fees total approximately \$2.3 million. Within this line are included the fees related to the alternative dispute resolution efforts and/or litigation to preserve claims with respect to the Province in the amount of \$450,000, which is within the originally indicated budget of \$1.2

million (as detailed in the Tenth Chapman Affidavit). Total expenses incurred to date total approximately \$232,000, as detailed above. As noted previously in the Report, the amounts contemplated in the budget to date have been related to preservation of the claims. The Monitor notes that should litigation funding be required to support a costly and extended litigation past the proposed Stay Period, that as requested by the Court on approval of the IFF, the Petitioners will return to the Court in respect of the request for the additional litigation financing. The Monitor expects this will include information regarding the total estimated costs, proposed litigation financing arrangements, and comparison of alternative litigation financing alternatives considered. The Monitor will work with the Petitioners in this respect should further litigation financing be required.

- e) Finance costs include property taxes remitted on a biannual basis;
 - f) Mill closure activities include the cost of electricity, industrial cleaning, hibernation of boilers (procurement of nitrogen), seasonal snow clearing expenses, mandatory manlift and elevator inspections and other miscellaneous disbursements;
 - g) Contingency expenditures are assumed at \$50,000 per month;
 - h) KERP is expected to be paid at the end of the first payroll period of 2022;
- and

- i) Severance and continuation payments include approximately \$0.03 million in severance, \$0.16 million in salary continuance, and \$0.38 million in retiree pay and benefits.

72. The budget does not contemplate any pension payments during the proposed Stay Period. Under the terms of the SIFF, pension amounts are subject to the Satisfactory Progress Condition. As detailed in the Tenth Chapman Affidavit, the Subordinated Lender has not provided notice that is satisfied that the Petitioners have made satisfactory progress in Settlement Discussions. Accordingly, pension funding is assumed to be delayed until after the end of the forecast period.
73. The Petitioners have access to sufficient liquidity to carry them through the proposed Stay Period. A longer-term cashflow projection is expected to be prepared once the Petitioners and the EA Consultant develop and file the updated EARD and the ToR is issued, which is expected in Q1 of 2021, as detailed above.

PROFESSIONAL FEES AND DISBURSEMENTS

74. The Monitor's fees and disbursements for the period March 13, 2021 to September 24, 2021 are summarized at **Appendix "C"**, which includes details with respect to hours spent by each employee during the period. The table below provides a summary of the fees for this period:

Ernst & Young Inc.

Invoice No.	Date	Period Covered	Fees	Expenses	Subtotal	Taxes	Total	Hours
C500006562	Apr 13, 2021	Mar 13 – Apr 2 2021	83,657	471	84,127	4,206	88,334	152
C500006621	Apr 30, 2021	Apr 3 – Apr 23 2021	130,627	471	131,097	6,555	137,652	229
C500006740	Jun 3, 2021	Apr 24 – May 28 2021	151,725	-	151,725	7,586	159,311	272
C500006931	Jul 2, 2021	May 29 – Jul 2 2021	105,905	458	106,363	5,318	111,681	191
C500007114	Aug 27, 2021	Jul 3 – Aug 20 2021	148,499	916	149,415	7,471	156,885	277
C500007230	Oct 4, 2021	Aug 21 – Sep 24 2021	158,940	763	159,703	7,985	167,689	301
			\$779,352	\$3,079	\$782,431	\$39,122	\$821,553	1,421

75. From March 13, 2021 to September 24, 2021 the Monitor incurred approximately 1,421 hours and billed fees and disbursements of \$782,431 (exclusive of GST). The activities of the Monitor during this period are documented in the reports that the Monitor has provided to this Honourable Court throughout these CCAA proceedings.
76. The work completed by the Monitor was delegated to the appropriate professionals in the Monitor's organization based on seniority and hourly rates. The Monitor's fees are consistent with the fees charged by similar firms in British Columbia with the capacity to handle a file of comparable size and complexity.
77. The fees and disbursements of the Monitor's counsel, Stikeman Elliot LLP (the **"Monitor's Counsel"**), from April 1, 2021 to September 30, 2021 are summarized at **Appendix "D"**. The table below provides a summary of the Monitor's Counsel's fees for this period:

Stikeman Elliott LLP								
Invoice No.	Date	Period Covered	Fees	Expenses	Subtotal	Taxes	Total	Hours
5894185	May 5, 2021	Apr 1 – Apr 30, 2021	30,331	56	30,387	5,179	35,566	39
5902025	Jun 4, 2021	May 1 – May 31, 2021	2,025	80	2,105	304	2,409	2
5923555	Sep 9, 2021	Jun 1 – Aug 31, 2021	11,691	-	11,691	1,754	13,445	13
5930007	Oct 12, 2021	Sep 1 – Sep 30, 2021	19,551	116	19,667	2,963	\$22,630	21
			\$63,598	\$252	\$63,850	\$10,200	\$74,050	75

78. During this period, the Monitor's Counsel billed approximately 75 hours, representing fees and disbursements of approximately \$63,850 (exclusive of GST and PST). The Monitor has reviewed all accounts rendered by the Monitor's Counsel in this period and confirms that all services described in the accounts of the Monitor's Counsel were rendered to the Monitor by the Monitor's Counsel, and that the Monitor believes that all charges in the accounts are fair, reasonable and consistent with the market for such legal services in British Columbia.

79. The Monitor requests this Honourable Court's approval of the fees and disbursements of the Monitor and the Monitor's Counsel, as described in this Eighth Report.

REQUEST FOR AN EXTENSION OF THE STAY PERIOD

80. As detailed in the Petitioners' Application, the Petitioners have applied for an extension of the Stay Period until and including, April 30, 2022.
81. The Monitor has considered the burden of evidence that resides with the Petitioners to demonstrate that an extension of the Stay Period by this Honourable Court is warranted, having regard to:
- a) the circumstances that justify the making of an extension order;
 - b) the good faith efforts of the Petitioners to effect the restructuring; and
 - c) the due diligence with which the Petitioners are advancing the restructuring.

Circumstances that justify Extension Orders

82. In the Monitor's view, the requested extension of the Stay Period will allow for:
- a) continued maintenance of the Mill;
 - b) the Petitioners to work with the EA Consultant and engineers to file the EARD and review the ToR, once received from the Province;
 - c) the Petitioners to file the Statement of Claim and make further efforts to enter into a tolling agreement and/or commence settlement discussions; and
 - d) the Petitioners to continue to work with the Monitor, the ELC, the Province, the EA Consultant, the PLFN, and various other stakeholders to progress

the EA process and to find a solution to build an innovative and environmentally sound Mill.

Good Faith Efforts and Due Diligence

83. During these proceedings, the Petitioners, with assistance from the Monitor, have been working in good faith and with due diligence with respect to, *inter alia*, the following activities:

- a) worked with several stakeholders to agree the proposed Interim Financing Facility and the Subordinated Interim Financing Facility and amendments thereto;
- b) continued with the orderly hibernation and continuing maintenance of the Mill;
- c) held several discussions with various Provincial departments and other stakeholders with respect to the decommissioning of BHETF and transferred control of BHETF to the Province and removed the pipeline;
- d) created and worked with the ELC to understand and address community concerns with respect to the Mill transformation;
- e) prepared and presented the Mill transformation details to a significant number of stakeholders in order to understand and address any questions or concerns with respect to the EA process and the Mill transformation project;
- f) hired and worked with the EA Consultant to prepare the EARD in order to commence the EA process;

- g) worked with the Monitor regarding payment approval protocols, prepared update materials to the Province, general monitoring and other matters related to the obligations of the Petitioners and ongoing operational requirements;
- h) continued its efforts to meet with the Province to settle matters with the Province, prepared and filed the Notice of Intended Action as requested by the Province; and
- i) with the assistance of the Monitor, prepared updated cash flow projections and prepared budget to actual information for prior period projections.

- 84. The Monitor is of the opinion that the Petitioners continue to engage in meaningful and collaborative discussions during these proceedings in order to develop timely and desirable outcomes.
- 85. The proposed Eighth Stay Extension will allow for the Petitioners to file the EARD, review the ToR, and obtain clarity from the Province on the specific actions required to carry out the remainder of the EA process in order to obtain environmental approval to rebuild its vision for the future and restart the Mill.
- 86. The Monitor has participated in several calls with the Petitioners and the Province, the ELC, the EA Consultant and various other stakeholders and is of the opinion that the Petitioners are acting proactively, in good faith and with due diligence in order to progress the budgeted activities.
- 87. The Monitor believes that the Petitioners, the Province and the IFF Lenders remain committed to pursuing a process whereby a transformed Mill operation may restart in

the future. Furthermore, the Petitioners have the financial resources available to maintain their operations and activities through to the proposed Stay Period.

MONITOR'S RECOMMENDATIONS

88. Based on the foregoing, the Monitor recommends that this Honourable Court grant an Order(s):

- a) extending the Stay Period from October 31, 2021 up to, and including, April 30, 2022, or such other period as this Honourable Court deems appropriate;
- b) approving the proposed amendments to the IFF;
- c) approving costs of \$450,000 during the proposed Stay Period to preserve litigation against the Province;
- d) approving the fees and disbursements of the Monitor for the period March 13, 2021 to September 24, 2021, and its counsel for the period April 1, 2021 to September 30, 2021; and
- e) approving the actions of the Monitor to date and its Seventh and Eighth Reports.

All of which is respectfully submitted this 26th day of October, 2021.

ERNST & YOUNG INC.

in its capacity as Monitor of the Petitioners and not in its personal capacity

Per:



Holly Palmer, CIRP, LIT
Vice President

Appendix A

Appendix "A" to the Eighth Report
Northern Pulp Nova Scotia Corporation et al.
April 1, 2021 to September 30, 2021

Target Completion Date	Category	Activities Completed	Description	Budgeted Cost of Activity	Actual Spend (Agreed to Banking - March 31, 2021)	Variance
On-going	Administration	Other Costs Office Supplies, Leases, Postage etc	Other administration costs	151,800	92,967	58,833
On-going (Mill only)	BH Operations	Waste Water Treatment	All waste water is now treated offsite	1,858,975	848,207	1,010,768
On-going (Mill only)	BH Operations	Buy Electricity for BHETF	Purchase of electricity for BHETF	-	-	-
Completed	BH Operations	Decommissioning Plan for ETF	Testing required by Ministerial Order	-	11,005	(11,005)
On-going (Mill only)	BH Operations	Washroom Facility	Portable washrooms	13,800	-	13,800
On-going (Mill only)	BH Operations	Effluent Testing	Testing required by Ministerial Order	34,500	71,602	(37,102)
Completed	BH Operations	Wetlands Study	As required by 2018 government directive	-	62,603	(62,603)
On-going (Mill only)	BH Operations	GW / SW Testing - Mill Site	Testing required by Ministerial Order	11,615	36,983	(25,368)
Completed	BH Operations	GHG Audit for 2020	Audit required by Nova Scotia Environment	-	-	-
Completed	BH Operations	GW / SW Testing - BHETF Site	Testing required by Ministerial Order	5,635	-	5,635
Completed	BH Operations	Toxicity Testing	Testing required by Ministerial Order	6,900	11,903	(5,003)
Completed	BH Operations	Monitor/Test Effluent at Point's C & D	Testing required by Ministerial Order	2,300	-	2,300
Completed	BH Operations	Assessment of Effluent Sludges	Testing required by Ministerial Order	17,250	-	17,250
Completed	BH Operations	Ambient Air Maintenance/Calibration	Testing required by Ministerial Order	3,853	4,313	(460)
On-going (Mill only)	BH Operations	Removal of Dangerous goods	Required by NSE	28,750	-	28,750
On-going (Mill only)	BH Operations	Environmental Insurance	Required by NSE	-	-	-
On-going	BH Operations	Ditching around Canso	To be determined	431,250	-	431,250
Completed	BH Operations	Boat Harbour Site Cleanup	Required by NSE	-	309,126	(309,126)
Ongoing	Environmental Assessment	Marine Geotech	Environmental assessment process	632,500	-	632,500
Ongoing	Environmental Assessment	ETF Detailed Design Engineering	Environmental assessment process	1,380,000	11,241	1,368,759
Ongoing	Environmental Assessment	Report Writing	Environmental assessment process	632,500	-	632,500
Ongoing	Environmental Assessment	Contingency - 10%	Environmental assessment process	566,835	-	566,835
Ongoing	Environmental Assessment	GW/SW Testing	Environmental assessment process	46,000	-	46,000
Ongoing	Environmental Assessment	Receiving Water Study (RWS)	Environmental assessment process	345,000	10,280	334,720
Ongoing	Environmental Assessment	Baseline Marine Conditions	Environmental assessment process	402,500	-	402,500
Ongoing	Environmental Assessment	Air Dispersion Modelling	Environmental assessment process	115,000	33,957	81,043
Ongoing	Environmental Assessment	PLFN Country Food Survey	Environmental assessment process	17,250	-	17,250
Ongoing	Environmental Assessment	Marine Pipeline Design	Environmental assessment process	345,000	-	345,000
Ongoing	Environmental Assessment	Land based Pipeline Design	Environmental assessment process	115,000	-	115,000
Ongoing	Environmental Assessment	Effluent Characterization	Environmental assessment process	115,000	-	115,000
Ongoing	Environmental Assessment	Baseline Fish Tissue Testing	Environmental assessment process	575,000	-	575,000
Ongoing	Environmental Assessment	Baseline Phytoplankton/Zooplankton	Environmental assessment process	113,850	-	113,850
Ongoing	Environmental Assessment	Baseline Benthic and Sediment	Environmental assessment process	115,000	-	115,000
Ongoing	Environmental Assessment	Toxicity Testing on Key Marine Species	Environmental assessment process	345,000	-	345,000
Ongoing	Environmental Assessment	Wetland Studies	Environmental assessment process	28,750	-	28,750
Ongoing	Environmental Assessment	F flora/Fauna Studies	Environmental assessment process	172,500	-	172,500
Ongoing	Environmental Assessment	HHRA	Environmental assessment process	172,500	-	172,500
Ongoing	Finance	PEC Management Fee	Management fee paid to Paper Excellence Canada	993,600	822,030	171,571
Ongoing	Finance	AON (Property) (Jun to Jun)	Insurance	1,191,242	283,199	908,043
Ongoing	Finance	Other	Miscellaneous costs	222,440	232,363	(9,923)
April 30, 2022	Operations & Maintenance	Landfill Capping	Capping the landfill creates a barrier between the contaminated land in the landfill and the surface	1,236,250	1,582,031	(345,781)
On-going	Operations & Maintenance	Buy Electricity	Purchase of electricity for the Mill	391,000	289,000	102,000
Completed	Operations & Maintenance	Roof scupper installation	Installation of roof scuppers	-	31,934	(31,934)
On-going	Operations & Maintenance	Other Maintenance Costs	Contingency amount for unforeseen maintenance costs	143,750	129,349	14,401
On-going	Operations & Maintenance	Hibernation of Boilers	Purchase of gas to ensure boilers do not corrode	51,750	57,920	(6,170)
On-going	Operations & Maintenance	Washrooms	portable washrooms	41,400	39,071	2,329
On-going	Operations & Maintenance	Industrial Cleaning	Tank cleaning and wood yard vacuum work	86,250	74,665	11,585
On-going	Operations & Maintenance	Snow Clearing	Removal of snow	11,500	5,040	6,460
On-going	Operations & Maintenance	Manlift and Elevator Monthly inspections	Elevator safety inspections	6,900	10,997	(4,097)
On-going	Woodlands	Summary of Woodlands activities	Includes all woodland related activities	67,188	(499,003)	566,191
On-going			Contingency	300,000	-	300,000
				13,545,082	4,562,782	8,982,300
On-going	HR	Hourly Severance	Severance payments to terminated union employees	50,981	-	50,981
On-going	HR	Salary and Benefits	remaining employee salary and benefits	739,607	747,065	(7,458)
June 30, 2022	HR	KERP	KMERP and KTERP	181,255	154,296	26,960
June 30, 2024	HR	Salary Continuance	Salary continuance payments to non union employees	265,344	277,712	(12,368)
On-going	HR	EA Team Salary	EA Team	245,396	48,404	196,992
On-going	HR	Benefits (retire)	Benefits to retired employees and retiree pay	329,467	31,921	297,546
On-going	HR	Other	Security, janitorial, memberships, meeting costs and other costs	215,740	141,803	73,937
To be determined	HR	DB Pension Payments	DB Pension Payments	2,241,814	342,267	1,899,547
				4,269,604	1,743,468	2,526,136
On-going	Administration	Professional Fees McCarthy Tetrault	CCAA counsel fees	517,500	143,005	374,495
On-going	Administration	Professional Fees Ernst & Young	Monitor Fees	759,000	760,151	(1,151)
On-going	Administration	Professional Fees Stikeman Elliott	Monitor's counsel fees	201,250	41,938	159,312
On-going	Administration	Professional Fees McInnes Cooper	Company's counsel fees	517,500	282,127	235,373
On-going	Administration	Professional Fees Pink Larkin	Judicial Review counsel fees	345,000	20,039	324,961
On-going	Administration	Professional Fees Merrick Jamieson	Counsel in ongoing action against a former supplier	172,500	47,962	124,538
On-going	Administration	Professional Fees Dale Patterson	Mill consultant fees	138,000	115,531	22,469
On-going	Administration	Professional Fees Osler	Environmental legal fees	60,375	-	60,375
On-going	Administration	Professional Fees Iris Comms	Public relations fees	-	90,043	(90,043)
On-going	Administration	Professional Fees Public Affairs Atlantic	Public relations fees	-	37,904	(37,904)
On-going	Administration	Professional Fees In Touch Comms	Public relations fees	-	-	-
On-going	Administration	Professional Fees Narrative Research	Public relations fees	-	-	-
On-going	Administration	EA Coms Team	Environmental Assessment Communications	836,050	-	836,050
On-going	Administration	Other fees	Other	172,500	21,200	151,300
On-going	Administration	Other Receipts	CEWS, HST, Other Receipts	(1,933,458)	(990,610)	(942,848)
				1,786,217	569,291	1,216,926
				19,600,903	6,875,541	12,725,363
			Less: Activities funded through the Subordinated DIP Facility	2,887,605	651,900	2,235,705
			AMENDED DIP BUDGET – Adjusted for pre-filing employee obligations	16,713,298	6,223,640	10,489,658
Cash flow summary – Cash on Hand and DIP						
			Bank Account Balance April 1, 2021 per statement	12,469,295		
			Net Cash Flow April 1 to September 30	(6,223,640)		
			Adjustment	28,556		
			Ending Balance September 30, 2021	6,274,210		
Cash flow summary – Subordinated DIP Facility						
			Bank Account Balance April 1, 2021 per statement	811,068		
			SIFF DIP Draw	500,000		
			Pre-Filing Employee Obligation Payments	(651,900)		
			Other account activity	1,404		
			Ending Balance September 30, 2021	660,571		
			Total Ending Cash Balance September 30, 2021	6,934,782		

Appendix B

Appendix "B" to the Eighth Report
Northern Pulp Group of Companies
CCAA Cash Flow Forecast
For the Period October 1st, 2021 to April 30th, 2022

All figures in Canadian dollars

Month	October 2021	November 2021	December 2021	January 2022	February 2022	March 2022	April 2022	Forecast Total
Beginning Cash	6,274,211	5,401,100	3,926,375	2,547,465	1,421,459	493,912	4,277,693	6,274,211
Receipts								
Woodlands Collections	900,708	379,708	479,708	372,556	522,556	371,746	105,000	3,131,982
Other AR Collections	-	-	-	-	-	-	-	-
HST	103,187	51,271	141,178	141,788	79,061	80,754	125,071	722,310
Total Collections	1,003,895	430,979	620,886	514,344	601,617	452,500	230,071	3,854,292
Operating Disbursements								
Utilities	55,200	55,200	55,200	55,200	55,200	55,200	55,200	386,400
Finance Costs - Property Taxes / Insurance	170,548	4,715	4,715	4,715	4,715	10,465	172,215	372,088
Mill Closure Activities	41,400	47,150	52,900	52,900	52,900	47,150	47,150	341,550
Waste Water Disposal	132,308	286,580	286,580	126,937	118,082	174,248	236,222	1,360,956
Environmental Assessment	-	88,550	88,550	88,550	56,925	56,925	316,250	695,750
Non-restructuring Professional Fees	265,650	334,650	334,650	334,650	334,650	334,650	334,650	2,273,550
Salary and Benefits & HR Costs	183,943	211,546	201,569	178,360	184,110	173,278	212,927	1,345,732
PEC Administrative Services	165,600	165,600	165,600	172,500	172,500	172,500	172,500	1,186,800
Wood Costs	557,058	406,414	504,732	132,145	302,283	396,502	494,337	2,793,471
Miscellaneous Expenditures	25,300	25,300	25,300	25,300	25,300	25,300	25,300	177,100
Contingency	50,000	50,000	50,000	50,000	50,000	50,000	50,000	350,000
Total Operating Disbursements	1,647,005	1,675,704	1,769,796	1,221,257	1,356,665	1,496,218	2,116,750	11,283,396
NET OPERATING CASH FLOW	(643,110)	(1,244,726)	(1,148,910)	(706,913)	(755,048)	(1,043,718)	(1,886,679)	(7,429,104)
Restructuring Disbursements								
DIP Lender cost	-	-	-	-	-	-	-	-
- Interest	-	-	-	-	-	-	-	-
- Fees	-	-	-	-	-	-	-	-
- KERP	-	-	-	(246,592)	-	-	-	(246,592)
Professional Fees - Restructuring	(230,000)	(230,000)	(230,000)	(172,500)	(172,500)	(172,500)	(172,500)	(1,380,000)
Total Restructuring Disbursements	(230,000)	(230,000)	(230,000)	(419,092)	(172,500)	(172,500)	(172,500)	(1,626,592)
NET MONTHLY CASH FLOW	(873,110)	(1,474,726)	(1,378,910)	(1,126,005)	(927,548)	(1,216,218)	(2,059,179)	(9,055,696)
Ending Cash Balance	5,401,100	3,926,375	2,547,465	1,421,459	493,912	(722,307)	2,218,514	(2,781,486)
DIP DRAW	-	-	-	-	-	5,000,000	-	5,000,000
Ending cash after DIP	5,401,100	3,926,375	2,547,465	1,421,459	493,912	4,277,693	2,218,514	2,218,514

This budget excludes all cost of disposal of the ASB Solids. Discussion with NS Gov have them taking over the responsibility of this process

All figures in Canadian dollars

Month	October 2021	November 2021	December 2021	January 2022	February 2022	March 2022	April 2022	Forecast Total
Beginning Cash	660,571	571,674	482,777	393,880	302,207	232,542	665,620	660,571
Operating Disbursements								
Pension Funding	-	-	-	-	-	-	-	-
Severance and Salary Continuation	88,897	88,897	88,897	91,673	69,666	66,922	83,595	578,547
Total Operating Disbursements	88,897	88,897	88,897	91,673	69,666	66,922	83,595	578,547
NET OPERATING CASH FLOW	(88,897)	(88,897)	(88,897)	(91,673)	(69,666)	(66,922)	(83,595)	(578,547)
Restructuring Disbursements								
DIP Lender cost	-	-	-	-	-	-	-	-
- Interest	-	-	-	-	-	-	-	-
- Fees	-	-	-	-	-	-	-	-
Total Restructuring Disbursements	-	-	-	-	-	-	-	-
NET WEEKLY CASH FLOW	(88,897)	(88,897)	(88,897)	(91,673)	(69,666)	(66,922)	(83,595)	(578,547)
Ending Cash Balance	571,674	482,777	393,880	302,207	232,542	165,620	582,024	82,024
DIP DRAW	-	-	-	-	-	500,000	-	500,000
Ending cash after DIP	571,674	482,777	393,880	302,207	232,542	665,620	582,024	582,024

Appendix C



Ernst & Young Inc.
Vancouver, BC

Invoice

1057863 B.C. LTD.
300 - 638 Smithe Street
Vancouver, BC V6B 1E3
Canada

Invoice No.: CA12C500006562

Please include this number with payment

Invoice Date: April 13, 2021
Due Date: Upon receipt
Client No.: 0012286655
Engagement No.: E-65672504

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Re: 1057863 B.C. LTD. - Northern Pulp CCAA

For professional services rendered for the period from March 13, 2021 to April 2, 2021.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee (details attached):	83,656.50	GST	5 %	4,182.83	87,839.33
Expenses (details attached):	470.97	GST	5 %	23.55	494.52
	84,127.47			4,206.38	88,333.85
Invoice summary	84,127.47				
Tax: 5% GST				4,206.38	
Total:	84,127.47			4,206.38	88,333.85

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Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



1057863 B.C. LTD. - Northern Pulp CCAA
Billing Details from March 13, 2021 to April 2, 2021
Invoice #CA12C500006562 dated April 13, 2021

Billing Analysis

Client Reference: E-65672504

Staff Name		Hours	Billing Rate	Amount
Kevin Brennan	Senior Vice President	60.3	\$675	\$40,702.50
George Kinsman	Senior Vice President	1.7	\$675	\$1,147.50
Holly Palmer	Vice President	64.9	\$525	\$34,072.50
Philippe Mendelson	Vice President	6.5 *	\$525	\$3,412.50
Jason Eckford	Manager	1.2	\$395	\$474.00
Denis Kuznetsov	Senior	17.1	\$225	\$3,847.50
		<u>151.7</u>		<u>\$83,656.50</u>
Add: Expenses (details attached)				<u>470.97</u>
Sub-Total:				<u>\$84,127.47</u>
Add: GST (@ 5%)				<u>4,206.38</u>
TOTAL				<u><u>\$88,333.85</u></u>

* Includes time that was not previously invoiced.



1057863 B.C. LTD. - Northern Pulp CCAA
Time Details from March 13, 2021 to April 2, 2021
Invoice #CA12C500006562 dated April 13, 2021

Person	Date	Hours	Description
Kevin Brennan	13-Mar-21	1.3	Update meeting / call with Brian / Dale and Bruce
Kevin Brennan	15-Mar-21	3.3	ELC Call / call with Dale / Governance docs / NS EA process issues / ASB follow up / cash analysis
Kevin Brennan	16-Mar-21	3.9	Review of Dale's memo and comments / issues re: Province ASB issues / Follow up re: GANTT Chart and bios / positioning / review of EA issues and call with Brian / issues re: Court application and call with Stikemans and EY / call with Marshall / issues re: Jol
Kevin Brennan	17-Mar-21	3.6	Follow up re: issues with Dale and Brian / ASB review the agreement and terms of indemnity / issues re: McCarthy follow up and matters re: CCAA cash flow and financing facility / review of matters related to ASB turn over / issues re: bio and KSH / matters re: Tom - KERF and Pension
Kevin Brennan	18-Mar-21	3.5	Follow up matters re: Dale and Brian / follow up re: cash / issues with Stikemans / call with Holly / call re: pos re: governance and ELC role / strategy re: pursuit and amend EA / other
Kevin Brennan	19-Mar-21	3.7	Call with Dale and Brian / call with Holly re: cash / issues for business plan with Dale / call with NP re: strategy pursuit / NP issues / issues re: NS political review / process document draft / other
Kevin Brennan	20-Mar-21	1.3	Update meeting / call with Brian / Dale and Bruce
Kevin Brennan	22-Mar-21	3.8	Update call re: NSE matters and direction / issues re: Court application - timing / process / extension period / McCarthy perspective / issues re: BH equipment - value and process / matters related to Ministerial Order
Kevin Brennan	23-Mar-21	3.6	Call with Dale / call with Brian / enterprise matters and business case / ASB turnover issues and impact / PLFN discussions / EY identified consultants / issues re: cash flow / agenda for court report / other
Kevin Brennan	24-Mar-21	3.3	Issues re: court filing / call with ELC - Jerry and Dale / issues and amendments to governance documents and budgets / issues with Tom re: cash forecast / CA issue consideration / matters related to ASB turnover - timing and process / EA process document methodology review
Kevin Brennan	25-Mar-21	3.7	Call with Dale / call with Dale and Jerry / amend docs and budgets / process outline with Holly / review of ASB status and call / call with Holly re: Court report and related process strategies / call with Dale re: strategy meeting and issues / review of documents / review of KSH document
Kevin Brennan	26-Mar-21	3.8	Call with NP and PEC team / call with Dale / consider ERM approach matters / issues with Brian related to EA / issues re: team and approach / role of ELC - follow up Jerry / issues and impact on reporting with Holly / other
Kevin Brennan	27-Mar-21	0.9	Update call - Dale / Bruce / Brian (1.2) / call with the ELC
Kevin Brennan	28-Mar-21	0.7	Call with the ELC - Marshall
Kevin Brennan	29-Mar-21	5.9	Meeting with the Jerry and Dale / call with Dale, Bruce, Holly / call with Brian / review the work plan / drafting of MOU / review of the vision document / review of other materials / court report planning / call with Brian re: Province / call with the Province / exchange with George
Kevin Brennan	30-Mar-21	4.4	Drafting of MOU / issues re: GANTT chart / follow up in Bios / call with Dale / review ELC terms of reference and amend / amend ELC budget / issues re: Cash flows / call with Holly / review of issues for Court and stay provisions
Kevin Brennan	31-Mar-21	4.9	Drafting of MOU / call with Dale / call with Holly / review of matters related to ELC and Court application / stay matters and cash flow linkage / review of issues re: ASB and transition / [REDACTED] / other issues
Kevin Brennan	1-Apr-21	4.7	Call with Jerry and Dale / amend T of R / amend budget / amend MOU / review and comment on vision document / review business plan / review GANTT / call with PEC et al / call with Brian and Dale
Kevin Brennan		60.3	
George Kinsman	18-Mar-21	1.1	Internal call with EY and Stikeman to discuss file status and opportunities for Monitor to advance the proceedings.
George Kinsman	19-Mar-21	0.6	Discussion local resources over First Nation candidates to assist NP.
George Kinsman		1.7	



Person	Date	Hours	Description
Holly Palmer	15-Mar-21	4.1	TD re Terrapure, legal invoice review, status update team, report writing (6th report).
Holly Palmer	16-Mar-21	4.3	Set up meetings, 6th report writing and contents discussions.
Holly Palmer	17-Mar-21	4.2	TD re cash flow, DK re payment review, DK re legal invoices, review several legal invoices, Call with KB/GK/LP re various, 6th report writing.
Holly Palmer	18-Mar-21	4.6	Emails re Stikeman, review invoices, review latest reporting package and actual to budget, report writing.
Holly Palmer	22-Mar-21	4.8	Corrsp re Terrapure bid, review fee approval section, review final ELC TOR, review update from weekend on various and respond, report writing.
Holly Palmer	23-Mar-21	4.2	Corresp with KB re update, press release, emails re ASB bidders, review neles service invoice, review latest reporting package, email from McNeil re presser. discuss ELC TOR and buduet. report writing.
Holly Palmer	24-Mar-21	5.2	Review pay register, corresp with RC/DK re pay period, payment review, boilers, report writing, call with KB.
Holly Palmer	25-Mar-21	6.4	Call with KB re ELC narratives and status, invoicing, review Terrapure rec, f/u re cash flow, review fee approval section, TD re cash flow timing/periods, emails re TOR/ELC, emails re nursery min wage, payroll and sal cont, ELC narrative, report writing.
Holly Palmer	26-Mar-21	4.4	Report writing, ELC narrative,
Holly Palmer	29-Mar-21	5.2	TD re various, CF, Call with DP/KB/BC re planning FN/EA/ELC/Finance etc, separate call with KB re strategy and hearing, report writing, EA timeline, review 5 step actions.
Holly Palmer	30-Mar-21	4.2	Review FN MOU and send comments, d16 of CF with TD, update to KB re various, EA Timeline, org chart, vision document re FN additions, report writing, ELC budget.
Holly Palmer	31-Mar-21	5.2	Review new cash flow and long call with TD re various, payment review, review Terrapure, call with KB, review vision document, review next steps memo, report writing.
Holly Palmer	1-Apr-21	7.6	Review TOR, create Confidentiality template and related emails to JA, emails from KB, F/U with DP re org design and various, Review EA Timeline, review payments, review legal, review new cash flow and TD email, budget variance. report writing
Holly Palmer	2-Apr-21	0.5	Call re EA Timeline, update with KB.
Holly Palmer		64.9	
Philippe Mendelson	3-Mar-21	1.2	Discussions with HP. Review material for MS Project gant.
Philippe Mendelson	4-Mar-21	4.5	Input and organize data in MS Project.
Philippe Mendelson	5-Mar-21	0.8	Review GANT info and email to HP.
Philippe Mendelson		6.5	
Jason Eckford	17-Mar-21	0.4	Review of materials, invoices, Monitor's report.
Jason Eckford	18-Mar-21	0.6	Drafting Monitor's Report
Jason Eckford	25-Mar-21	0.2	Review / updating report.
Jason Eckford		1.2	
Denis Kuznetsov	15-Mar-21	2.8	Reconciling CF; emails to Stephanie re same
Denis Kuznetsov	17-Mar-21	3.1	Payment review (on site)
Denis Kuznetsov	18-Mar-21	0.8	Email to Corinne re invoices; finalizing Reporting Package for the week; finalizing Payment Review
Denis Kuznetsov	22-Mar-21	1.4	Reconciling CF
Denis Kuznetsov	23-Mar-21	0.3	Finalizing Reporting Package
Denis Kuznetsov	24-Mar-21	3.7	Payment review & review of Terrapure invoices (on site); review of hourly
Denis Kuznetsov	30-Mar-21	1.8	Reconciling CF
Denis Kuznetsov	31-Mar-21	2.5	Payment review (on site)
Denis Kuznetsov	1-Apr-21	0.7	Finalizing Reporting Package; reconciling CF
Denis Kuznetsov		17.1	
Total		151.7	



1057863 B.C. LTD. - Northern Pulp CCAA
Expense Details from March 13, 2021 to April 2, 2021
Invoice #CA12C500006562 dated April 13, 2021

Person/Vendor	Date	Amount	Description
Denis Kuznetsov	17-Mar-21	156.99	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	24-Mar-21	156.99	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	31-Mar-21	156.99	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov		\$470.97	
TOTAL		\$470.97	



Ernst & Young Inc.
Vancouver, BC

Invoice

1057863 B.C. LTD.
300 - 638 Smithe Street
Vancouver, BC V6B 1E3
Canada

Invoice No.: CA12C500006621

Please include this number with payment

Invoice Date: April 30, 2021
Due Date: Upon receipt
Client No.: 0012286655
Engagement No.: E-65672504

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Re: 1057863 B.C. LTD. - Northern Pulp CCAA

For professional services rendered for the period from April 3, 2021 to April 23, 2021.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee (details attached):	130,626.50	GST	5 %	6,531.33	137,157.83
Expenses (details attached):	470.97	GST	5 %	23.55	494.52
	131,097.47			6,554.88	137,652.35
Invoice summary	131,097.47				
Tax: 5% GST				6,554.88	
Total:	131,097.47			6,554.88	137,652.35

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



1057863 B.C. LTD. - Northern Pulp CCAA
Billing Details from April 3, 2021 to April 23, 2021
Invoice #CA12C500006621 dated April 30, 2021

Billing Analysis

Client Reference: E-65672504

Staff Name		Hours	Billing Rate	Amount
Kevin Brennan	Senior Vice President	87.2	\$675	\$58,860.00
George Kinsman	Senior Vice President	22.5	\$675	\$15,187.50
Holly Palmer	Vice President	98.5	\$525	\$51,712.50
Jason Eckford	Manager	0.7	\$395	\$276.50
Denis Kuznetsov	Senior	20.4	\$225	\$4,590.00
		<u>229.3</u>		<u>\$130,626.50</u>
Add: Expenses (details attached)				470.97
Sub-Total:				<u>\$131,097.47</u>
Add: GST (@ 5%)				6,554.88
TOTAL				<u><u>\$137,652.35</u></u>



1057863 B.C. LTD. - Northern Pulp CCAA

Time Details from April 3, 2021 to April 23, 2021

Invoice #CA12C500006621 dated April 30, 2021

Person	Date	Hours	Description
Kevin Brennan	3-Apr-21	1.3	Review of matters
Kevin Brennan	5-Apr-21	4.6	Call with ELC / Call with Dale / Call with Jol / Call with Marshall / call with Bruce and Brian / issues re: report / issues with JF re: Pension / review of other matters
Kevin Brennan	6-Apr-21	4.7	Call with ELC steering committee / review of ToR / call with Brian re: DIP matter / Call re: Province issues / call with Duff / call re: other issues with Court application / issues and call with McCarthy's / call with Brian F/U re: Legal call / other issues
Kevin Brennan	7-Apr-21	4.9	Call with Brian and Dale / call with Jerry from ELC / Call with Dale / Review of report matters / issue re: Province / Issues re: position of DIP and Waivers / issues re: other matters / review of documents / review of Court report outline / call with Holly / cash flow issues
Kevin Brennan	8-Apr-21	5.2	Call with Brian and / call with Jol from ELC / Call with Dale / issue re: Province / Issues re: position of DIP and Waivers / cash flow alignment – milestone alignment issues / issues re: other matters / review of documents / review of Court report outline / call with Holly / cash flow issues
Kevin Brennan	9-Apr-21	5.1	Review with Brian issues re: Province and follow up to Legal matters call / issue re: affidavit inclusions / review of reports and other documents / cash flow issues re: legal / call with Holly re: cash requirements and funding mechanisms – pension and other
Kevin Brennan	10-Apr-21	1.3	Call with Bruce / Dale / Brian
Kevin Brennan	11-Apr-21	3.4	Court report
Kevin Brennan	12-Apr-21	5.9	Issues re: Pension / call with legal / call with George and Holly / issues re: KERP / ASB matter with Province / issue re: ELC final / issue re: call with steering committee and reporting
Kevin Brennan	13-Apr-21	5.6	Court report / Issues re: Mill vision / call re: pension / call re: other / review of Affidavit and comments / review of operations with Dale / review of Court materials / EA process – follow up and team materials / review and discuss methodology
Kevin Brennan	14-Apr-21	5.8	Comments on Court reporting and review of final affidavit materials / review of GANTT chart and alignment with Monitor issues / review of Provincial communications and discussion of EA impact / review of materials related to ELC and media / other issues
Kevin Brennan	15-Apr-21	6.2	Call with Stikemans and McCarthy's / call re: Court filings and materials / prep of Pension summary documents and analysis / review of matters related to EA process / consider political operatives re: impact and strategy / Enterprise risk assessment / review staffing matters and EA team outline
Kevin Brennan	16-Apr-21	5.9	Review Court report / call with Brian Baarda re: political sequencing / strategy overlay / call with Holly re: affidavit direction / cash flow and SIFF issues / issues related to operations / issues re: KERP / ASB follow up / litigation strategy discussion / MillVision document – PLFN considerations and outline / methodology approach
Kevin Brennan	17-Apr-21	1.3	Call with Brian / Dale and Bruce
Kevin Brennan	18-Apr-21	3.1	Call with McCarthy and other issues
Kevin Brennan	18-Apr-21	2.1	Review of Report
Kevin Brennan	19-Apr-21	6.2	Review of report and numerous calls re: strategy / call with the ELC and final issues / ToR matters / Calls with Sean and Walker / calls with NP / Press release issues / issued re: Province / internal call
Kevin Brennan	20-Apr-21	5.9	Call with Liz Pillon / George and Holly re: Court application / response matters from Province / review of Province letter / review of Superintendent of Pensions response / issues related to filing / call with Dale re: Court and attendance / call re: Ops / call re: Province and expectation management



Person	Date	Hours	Description
Kevin Brennan	21-Apr-21	3.7	Position discussions and strategy / issues re: press release / issues with Dale re: ELC attendance / issues related to operations and methodology / other matters
Kevin Brennan	22-Apr-21	2.3	Post-hearing issues / post hearing call with NP and Dale / call with Brian / final review of press release and comments / issues re: settlement and steps thereto / issues re: activation – EA Team and methodology / near term outreach to NSE / GANTT chart matters
Kevin Brennan	23-Apr-21	2.7	Call with Dale / issues with Holly re: ELC / other matters
Kevin Brennan		87.2	
George Kinsman	5-Apr-21	0.7	Review information request from Deloitte. Call with T Dewtie re: status of filing materials.
George Kinsman	6-Apr-21	1.6	Call with Company counsel. Coordinate exchange of cash flow budget with Deloitte. Prepare for call with Deloitte.
George Kinsman	7-Apr-21	0.4	Assemble materials for Deloitte to facilitate Provincial review.
George Kinsman	8-Apr-21	0.4	E-mail exchanges in relation to come back hearing submissions.
George Kinsman	9-Apr-21	1.2	Call with Deloitte and company re: budget. Internal calls re: same.
George Kinsman	11-Apr-21	1.8	Review and provide comments on preliminary draft of Monitors Report.
George Kinsman	12-Apr-21	1.3	Review draft affidavit. Provide comments re: same.
George Kinsman	13-Apr-21	1.9	Review filed affidavit and confidential affidavit. e-mail to Monitor team re: same with respect to Monitors Report.
George Kinsman	14-Apr-21	5.1	Review Petitioners materials. Drafting of 6th Report.
George Kinsman	15-Apr-21	1.3	Internal call re: Monitor Report submissions.
George Kinsman	16-Apr-21	1.1	Assemble NS media details for team. Review latest draft of Monitors report.
George Kinsman	20-Apr-21	1.1	Review PNS submissions. Communications with internal team re: Monitor Report.
George Kinsman	21-Apr-21	0.9	Calls with Province addressing hearing matters and commentary from Province submissions.
George Kinsman	22-Apr-21	3.7	Prepare for and attend court extension hearing.
George Kinsman		22.5	
Holly Palmer	5-Apr-21	6.3	Review EA Timeline and emails, review and amend org deisn documents and emails, report, call with Bruce re EA timeline, call with GK re cash flows and emails with Bradley, preparing for hearing.
Holly Palmer	6-Apr-21	5.8	Call with McCarthys, drafting report, several calls and emails preparing for hearing.
Holly Palmer	7-Apr-21	6.4	Payroll, payments review, actuals to March 31, drafting report, several calls and emails preparing for hearing.
Holly Palmer	8-Apr-21	8.6	Emails re Province position, discussion re milestones, call with BC re KERP, email from KB re milestone amendment, drafting report, several emails and calls preparing for hearing.
Holly Palmer	9-Apr-21	8.4	Reviewing legal, call with TD, call with GK, call with KB, call with Deloitte re cash flow review, KERP, review latest TOR/Budget, several report amendments, review actual to budget, cash flows, report writing and several issues relating to the hearing.
Holly Palmer	12-Apr-21	6.6	Various 6th report issues and amends, final budget, budget narrative memo, emails re budget changes, review Chapman 9 and several related emails, emails with BC re attachments, fee app.
Holly Palmer	13-Apr-21	6.2	Fee app, affidavits, Chapman 9 comments, payroll, fee affidavit, Chapman figures and email McCarthys, call with HR, recalc sub DIP, call with McCarthys, sal cont, update to team, sixth report.
Holly Palmer	14-Apr-21	7.1	Review filed affi, review sealed affi and application, KSH BAT emails with BC, fee affi, retiree benefits, review legal, payment review, amends to sixth report.
Holly Palmer	15-Apr-21	7.2	Review invoices, swear fee affi, report amends, website, payment review queries, several discussions, ELC, EA timelines etc., call with LP/GK, woodlands questions, CBC report, report amends NP.



Person	Date	Hours	Description
Holly Palmer	16-Apr-21	6.8	ELC minutes and discuss, call with KB, report amends, KERP, IFF and SIFF calcs, court attendance issues, send ELC section to ELC, NP report comments, DP/JR comments, BC/TD comments, discuss with team.
Holly Palmer	19-Apr-21	6.8	Hearing prep, report writing, several calls and emails, McCarthy comments, call with KB, emails to DK re payroll, JA re court, calls re Province position, report filino considerations.
Holly Palmer	20-Apr-21	7.6	Review Province filing, several emails and calls, meeting prep, report amends and discussions, review invoices, Komatsu, opening cash rec, vendor trailer, finalize report.
Holly Palmer	21-Apr-21	5.3	Payroll, woodlands/Nursery, NSPI calcs, call re Province, legal review, call with Province, payment review, Sup of Pensions response, call with team, review form of order.
Holly Palmer	22-Apr-21	5.6	Pre-hearing prep, hearing, post hearing discussions, website, legal review, [REDACTED],
Holly Palmer	23-Apr-21	3.8	Call with JA re TOR etc, review TOR implementation steps and comment, NP article, update team and comments, entered orders,
Holly Palmer		98.5	
Jason Eckford	12-Apr-21	0.3	Email re: report, review for the same; emails with H. Palmer.
Jason Eckford	14-Apr-21	0.4	Report matters; appendix prep.
Jason Eckford		0.7	
Denis Kuznetsov	5-Apr-21	0.4	Reconciliation of CF
Denis Kuznetsov	6-Apr-21	4.4	Reconciling CF up to 31 March 2021; preparing budget to actuals table with variances
Denis Kuznetsov	7-Apr-21	2.0	Payment review (on site); review of hourly payroll (period 7)
Denis Kuznetsov	8-Apr-21	2.2	Drafting comments on variances for the Sixth Report
Denis Kuznetsov	9-Apr-21	1.7	Reconciling CF
Denis Kuznetsov	12-Apr-21	0.3	Reconciliation of receipts, emails to Tom & Stephanie
Denis Kuznetsov	14-Apr-21	3.0	Payment review (on site)
Denis Kuznetsov	15-Apr-21	0.4	Review of additional items; email to Tom & Stephanie re payment review
Denis Kuznetsov	19-Apr-21	1.6	Reconciliation of CF
Denis Kuznetsov	20-Apr-21	1.2	Reconciliation of CF; Reconciliation of opening cash balance as at Apr 1, 2021
Denis Kuznetsov	21-Apr-21	3.0	Payment review (on site)
Denis Kuznetsov	22-Apr-21	0.2	Finalization of payment review; various emails
Denis Kuznetsov		20.4	
Total		229.3	



1057863 B.C. LTD. - Northern Pulp CCAA
Expense Details from April 3, 2021 to April 23, 2021
Invoice #CA12C500006621 dated April 30, 2021

Person/Vendor	Date	Amount	Description
Denis Kuznetsov	7-Apr-21	156.99	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	14-Apr-21	156.99	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	21-Apr-21	156.99	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov		\$470.97	
TOTAL		\$470.97	



Ernst & Young Inc.
Vancouver, BC

Invoice

1057863 B.C. LTD.
300 - 638 Smithe Street
Vancouver, BC V6B 1E3
Canada

Invoice No.: CA12C500006740

Please include this number with payment

Invoice Date: June 03, 2021
Due Date: Upon receipt
Client No.: 0012286655
Engagement No.: E-65672504

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Re: 1057863 B.C. LTD. - Northern Pulp CCAA

For professional services rendered for the period from April 24, 2021 to May 28, 2021

	Net	Tax	Rate	Tax Amount	CAD Total
Fee (details attached):	151,725.00	GST	5 %	7,586.25	159,311.25
	151,725.00			7,586.25	159,311.25
Invoice summary	151,725.00				
Tax: 5% GST				7,586.25	
Total:	151,725.00			7,586.25	159,311.25

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



1057863 B.C. LTD. - Northern Pulp CCAA
Billing Details from April 24, 2021 to May 28, 2021
Invoice #CA12C500006740 dated June 3, 2021

Billing Analysis

Client Reference: E-65672504

Staff Name		Hours	Billing Rate	Amount
Kevin Brennan	Senior Vice President	138.1	\$675	\$93,217.50
George Kinsman	Senior Vice President	12.1	\$675	\$8,167.50
Holly Palmer	Vice President	76.3	\$525	\$40,057.50
Denis Kuznetsov	Senior	45.7	\$225	\$10,282.50
		<u>272.2</u>		<u>\$151,725.00</u>
Add: GST (@ 5%)				7,586.25
TOTAL				<u>\$159,311.25</u>



1057863 B.C. LTD. - Northern Pulp CCAA
Time Details from April 24, 2021 to May 28, 2021
Invoice #CA12C500006740 dated June 3, 2021

Person	Date	Hours	Description
Kevin Brennan	18-Apr-21	2.1	Review of Report
Kevin Brennan	24-Apr-21	1.4	Call with Council and regular update
Kevin Brennan	25-Apr-21	0.4	Call with Brian
Kevin Brennan	26-Apr-21	4.9	Call with Dale and Brian / Call with ELC steering committee re: court proceeding / call with Governance team / review of EA team / review of GANTT chart and alignment with roles and timing / cash flow issues with Holly / call re: ASB
Kevin Brennan	27-Apr-21	5.3	Presentation from ELC / accounting matters / issue with Dale and feedback to ELC / prep for Kotter matters / call with Nova Scotia / review various correspondence – withdrawal of EA / onset of settlement discussions, letter to ELC, Letter from Dale / review of ELC funding approach
Kevin Brennan	28-Apr-21	4.9	Accounting matters / issue with Dale and feedback to ELC / issues re: contaminates and de-watering/ call re: planning and autonomous leadership review / call with Jerry / call with Dale/ onset of settlement discussions / other tasks
Kevin Brennan	29-Apr-21	5.6	Presentation from Kotter/ accounting matters / issue with Dale and feedback to ELC / review various correspondence for final – withdrawal of EA / onset of settlement discussions, letter to ELC, Letter from Dale / review of environmental concerns / vision of mill planning and procurement re: Environmental and technical engineering
Kevin Brennan	30-Apr-21	5.3	Call with Brian Baarda / issues re: ELC correspondence / issues with Jerry / call with Holly / administrative undertakings re: engagement / review of plan for EA – in detail discussions / other
Kevin Brennan	1-May-21	1.4	Update call – Brian, Bruce, Dale
Kevin Brennan	2-May-21	1.1	Communication issues
Kevin Brennan	3-May-21	4.9	ELC issues / governance / call with Dale and Jerry / call with Brian and Dale / Review of documents re: GANTT chart / call with Tom / call with Holly and George / issue re: Province
Kevin Brennan	4-May-21	5.1	Issues with Brian and Dale / communication plan / call with the ELC / call with Dale re: post meeting / planning with Holly / summary of meeting notes and review of report / review of cash flow / review of revised GANTT Chart
Kevin Brennan	5-May-21	5.3	Call with Dale and Jerry / call with Dale / Review of cash matters / pension follow up / review memo from Province / call Brian re: Duff letter / call with Holly re: amendments to GANTT and follow up / other
Kevin Brennan	6-May-21	4.8	Call with Communications team et al / call with Dale / follow up with Sean from Iris / issues with GANTT timing / review of press release follow up / review of letters and comments to Province
Kevin Brennan	7-May-21	4.7	Call with Holly / call with Dale / review of cash disbursements / budget matters / issues re: Provincial letter / Call with counsel to supplier / issue re: communication / other matters
Kevin Brennan	8-May-21	1.3	Weekly update – Brian / Dale / Bruce
Kevin Brennan	9-May-21	3.7	Review of EARD / complete amendments and review
Kevin Brennan	10-May-21	5.1	Review of EARD / call with Dale / call with counsel / call with Jerry re: ELC / Call with Marshall re: Jol/ Review revised draft of EARD / inclusion of environmental findings / review of cash matters / ASB asset follow up
Kevin Brennan	11-May-21	4.9	Review of cash flow and issues re: IFF / call with Graham re: communications / follow up re: strategy – comm team issues – Sean – call with Dale re: operations and other matters / pension payment issues / call with ELC and review of agenda items



Person	Date	Hours	Description
Kevin Brennan	12-May-21	4.8	Call with Brian re: EARD / call with Jerry re: ELC meeting and call with Holly re: same / numerous issues re: memos and other documents / performance and EA Team alignment matters / review of prior methodology documents / review of reporting responsibilities / update GANTT chart timing / other matters
Kevin Brennan	13-May-21	5.1	Call with Dale / Brian re: EARD / Detailed review of near final documents / numerous issues re: memos and other documents / / update of benchmark for prior methodology / review of reporting responsibilities / modifications to GANTT chart timing / other matters
Kevin Brennan	14-May-21	4.9	Review of final materials and submission / issues with Province / review of cash matter and follow up to Wednesday ELC reporting and meeting / issues with Holly re: tracking mechanisms and compliance / review of timing on ASB and agreement discussion
Kevin Brennan	15-May-21	1.4	Update call with Brian, Bruce, Dale and JF
Kevin Brennan	16-May-21	3.3	Call with Brian / call with JF / Call with Dale re: Province and correspondence / call with Jerry re: ELC
Kevin Brennan	17-May-21	5.7	Letter to counsel re: EA Process / draft letter for Province (response) / call with Dale and Brian re: future discussions re: PLFN and EA Process / discussion with Holly re: EA Process and role of ELC / review materials from Dale and final submission of EARD / commenting on same / other issues related to cash flow and financing / review of Province correspondence and define agenda for call with same / call out on PLFN
Kevin Brennan	18-May-21	5.1	Draft letter for Province (response) / call with Dale and Brian re: future discussions re: PLFN and EA Process / review of prior MOU / discussion with Holly re: ELC / review materials from Dale and final submission of EARD / other issues related to cash flow and financing – call Bruce / call Brian re: financing / other matters
Kevin Brennan	19-May-21	5.2	Draft letter for Province (response) / call with Dale re: PLFN and economic interest / call to Brian Hebert / call to Duff Montgomery / review prior materials and responses to frame province discussions / discussion with Holly re: ELC / review materials from Dale and thoughts on equity approach / call Bruce re: GANTT chart – timing / call Brian re: financing / other matters
Kevin Brennan	20-May-21	4.7	Draft letter for Province / substantively amend (response) / call with Dale re: PLFN and economic interest / call to Brian Hebert / call with Duff Montgomery and summarize outcomes / call with Dale and Brian re: Province / discussion with Holly re: ELC / PLFN equity approach discussions and model / call Bruce re: GANTT chart – timing / call Brian re: financing / other
Kevin Brennan	21-May-21	5.5	Draft letter for Province / substantively amend (response) / call with Dale, Bruce and Brian re: Province call / detailed memo for purpose of management consideration re: call with Mr. Montgomery call with Dale and Brian re: Province / discussion with Holly re: ELC / call Bruce re: GANTT chart – timing / numerous calls re: approach to Province and response
Kevin Brennan	22-May-21	1.4	Weekly roll-call catch up
Kevin Brennan	23-May-21	1.1	Call with Dale re: EA Process and concerns / re: call with Duff and positions of PEC
Kevin Brennan	24-May-21	1.4	Review of Duff Montgomery letter / review of letters re: withdrawal of the Appeal of the Judicial Decision
Kevin Brennan	25-May-21	4.8	Blackline of letter re: Duff / review of issues with Dale and tone of documents / review of ELC ToR matters / issues re: Jol et al / review of cash matters / call with Bruce re: Provincial procurement / review of strategic issues with John Roberts / call with McCarthy re: update / issues re: mediation / call with Brian Baarda re: communications
Kevin Brennan	26-May-21	3.1	Calls with Brian and Dale / issues re: Province / f/u with Brian Hebert / issues re: communication with PLFN / other matters



Person	Date	Hours	Description
Kevin Brennan	27-May-21	4.2	Call with Dale and Bruce / call with Brian re: PEC and communications / review issues with Holly and George / call with counsel / review template reporting re: progress / matters related to the Environment and vision of Mill operations / review of business strategy and model issues
Kevin Brennan	28-May-21	4.2	Review of final letter to Duff Montgomery / review of strategic issues with Dale / update re: EA Process and NSE interaction / Procurement update / review of contract matters / exchange with McCarthy's / other matters
Kevin Brennan		138.1	
George Kinsman	26-Apr-21	0.6	Internal call re: Provincial reporting. Respond to client query re: equipment appraiser.
George Kinsman	27-Apr-21	1.2	Review materials in advance of NSE Company meeting. Internal discussion re: Provincial reporting
George Kinsman	29-Apr-21	2.1	Prepare for NSE meeting. Review Terms of Reference and application materials.
George Kinsman	30-Apr-21	0.4	Review workstream summary. Call with T Dewtie re: same.
George Kinsman	3-May-21	0.6	Review company prepared workstream summary report. Coordinate additional comments on same.
George Kinsman	4-May-21	1.6	Call with B Chapman re: workstream updates. Internal call to discuss ELC concerns and workstream reporting.
George Kinsman	5-May-21	0.6	Call with B Chapman to review Gantt workstream schedules. Review updates of operational initiatives.
George Kinsman	6-May-21	0.4	Call with client re: workstream reporting updates.
George Kinsman	7-May-21	0.7	Prepare and release financial and workstream update to Province's Financial and Legal Advisors.
George Kinsman	17-May-21	0.6	Review memo and Gantt update chart report from company.
George Kinsman	18-May-21	0.7	Call with B Chapman re: workstream status reporting.
George Kinsman	19-May-21	0.8	Internal call re: ELC assistance. Review draft PEC submissions to Province. Internal communications.
George Kinsman	21-May-21	0.7	Review communications re: PEC communications with Province. Assemble and circulate workstream and financial update to Provincial Advisors.
George Kinsman	25-May-21	1.1	Call with Holly Palmer and Jerry Ameriault re: ELC matters. Review ELC TOR and Draft action memo prepared by JA.
George Kinsman		12.1	
Holly Palmer	26-Apr-21	4.8	Emails with JA re DDB, payments, call with GK re EA timeline/reporting to NS, BH transfer emails/call, emails with DK, calls with ELC/NP re ELC payments, email to Komatsu, latest CF schedule comments, comments on TOR implementation to JA.
Holly Palmer	27-Apr-21	5.3	Emails re ELC payments, follow up from hearing, call with KB and email to Jol re reporting, email to LP re NSE meetings, emails with DP, review summary FR and TOR, emails re Monitor attend NSE, payroll, review amended TOR implementation, fee approval order.
Holly Palmer	28-Apr-21	5.4	Emails re NSE meetings, review ELC Conf Agmt, email from LP re NSE, review draft letter to DM, review template reporting to NS/KB email, invoicing, instructions re ELC payments/call with NP, review ELC minutes, payment review, legal invoice, review EA letter,
Holly Palmer	29-Apr-21	2.3	Review EA letter, review payment support, NSE conditions emails, emails re reporting, email from JA review FR/TOR.
Holly Palmer	30-Apr-21	1.8	Invoicing, emails re ELC functioning, review BC reporting first draft and emails with team, review filed documents from McCarthys.
Holly Palmer	3-May-21	1.3	Review ELC minutes and disc with KB, email from JH, email from GK, review reporting from BC.
Holly Palmer	4-May-21	3.4	ELC call, follow up with DP re withdraw EA, call with GK re reporting and ELC, review reporting draft from BC.



Person	Date	Hours	Description
Holly Palmer	5-May-21	4.2	Legal invoice, letter from Province, review press release and letters to NS/PLFN, review draft BC letter, payroll, review updated tasks, review payroll tracker and email to DK, review stikeman, payments review, email to KB re update.
Holly Palmer	6-May-21	3.1	Call with GK/BC re NS reporting, drafting changes to EA timeline comments and letter, review draft budget details and actuals, Concordia invoice, updated reporting.
Holly Palmer	7-May-21	0.4	Review provincial reporting final, call re error.
Holly Palmer	10-May-21	0.8	Review Project Description/KB/team comments, review neg timeline, invoice.
Holly Palmer	11-May-21	2.2	Komatsu invoice/emails, updated PD, emails re ELC meeting, emails from JA, payroll various, comments on PD.
Holly Palmer	12-May-21	4.4	Call with ELC/PC Leader, emails with TD, email to DP re JR, email to GK, send ELC update to team, payment review, review latest EARD.
Holly Palmer	13-May-21	3.4	Call with TD re various, nursery emails, emails with DK, emails with counsel re NSE, review onsite WW treatment plan, email from DP/Pedro re PD, consider ELC issues and discuss with team.
Holly Palmer	14-May-21	2.3	Call with JA re ELC strategic plan, email to GK re strategic plan actions, review JR/PL email re JR withdraw.
Holly Palmer	17-May-21	2.2	Weekly NS reporting from BC, call with GK, emails with JA, call with GK re ELC strategy.
Holly Palmer	18-May-21	3.2	Call with TD re various, payroll, emails with DK, call with GK and email re reporting, call with KB re EA process and engaging PLFN.
Holly Palmer	19-May-21	4.2	Call with GK/JA re ELC strategy and ToR implementation, email from JA to DP, review letter to DM and various amends, send ELC docs, review updated reporting and make edits, call with TD.
Holly Palmer	20-May-21	3.6	Call with BB/GK re ELC strategy, prepare proposal requested by ELC, related emails, review NIA and BM comments, legal invoice, weekly payments, weigh scale, call with TD, updated MF documents.
Holly Palmer	21-May-21	3.1	Review progress update, actual to budget review in detail, review KM email re ELC, emails from JA, review email from KB re DM call, emails re weekend ELC call.
Holly Palmer	23-May-21	2.1	Calls re ELC with JH/M/DP/JA and resulting calls, emails re ELC.
Holly Palmer	24-May-21	0.5	Emails re ELC questions
Holly Palmer	25-May-21	4.2	Call with TD re wastewater, call with JA/BB/GK re ELC plans, emails with DP/JH/JA re ELC, review cash flows and actuals.
Holly Palmer	26-May-21	3.2	Emails with GK re ELC, emails with Corp. As re mill assets, email re JR withdraw, payment review, call with TD re various.
Holly Palmer	27-May-21	3.6	Call with TD, emails re NSPI, payroll, review registers document, review invoices, review reporting and status, review status update emails.
Holly Palmer	28-May-21	1.3	Update email DP, BB emails, consider next reporting and issues to discuss with counsel, review wastewater issue.
Holly Palmer		76.3	
Denis Kuznetsov	26-Apr-21	0.4	Discussion with George re: update to Province; locating necessary information in the Ninth Affidavit
Denis Kuznetsov	27-Apr-21	3.8	Incorporating Gantt chart into CF tracker/Reporting Package for the Province; email to Tom
Denis Kuznetsov	28-Apr-21	2.4	Payment review (remotely); various emails to Tom, Wanda & Holly
Denis Kuznetsov	29-Apr-21	3.2	Finalization of payment review; reconciliation of CF; various email to Tom & Stephanie re: payment review, CF reconciliation, Gantt chart
Denis Kuznetsov	5-May-21	5.2	Payment review, payroll review (hourly period 9), updating tracker (salaried period 8); various emails to Tom, Stephanie & Wanda
Denis Kuznetsov	6-May-21	5.0	Finalizing payment review; updating Reporting Package to include the Sixth Report Budget; emails to Tom re: same; discussion with George
Denis Kuznetsov	7-May-21	3.1	Finalizing Reporting Package; reconciling CF; emails to Tom & Stephanie re: same



Person	Date	Hours	Description
Denis Kuznetsov	12-May-21	4.5	Payment review (remotely)
Denis Kuznetsov	13-May-21	0.4	Finalizing Payment review
Denis Kuznetsov	14-May-21	2.8	Cash flow reconciliation; updating payroll tracker (salaried P09)
Denis Kuznetsov	17-May-21	0.8	Reconciling CF
Denis Kuznetsov	18-May-21	0.3	Payroll review (hourly period 10)
Denis Kuznetsov	19-May-21	4.3	Payment review (remotely); Teams meeting with Bruce re: Gantt chart update
Denis Kuznetsov	20-May-21	1.1	Finalization of payment review; follow-up emails to Tom
Denis Kuznetsov	21-May-21	1.0	Finalizing the week's reporting package; drafting accompanying email
Denis Kuznetsov	25-May-21	2.0	Updating Gantt chart schedule (in Excel); call with Bruce re: same
Denis Kuznetsov	26-May-21	5.1	CF reconciliation; payment review (remotely)
Denis Kuznetsov	27-May-21	0.3	Emails to Mel (NSPI); updating and finalizing payment review
Denis Kuznetsov		45.7	
Total		272.2	



Ernst & Young Inc.
Vancouver, BC

Invoice

1057863 B.C. LTD.
300 - 638 Smithe Street
Vancouver, BC V6B 1E3
Canada

Invoice No.: CA12C500006931

Please include this number with payment

Invoice Date: July 02, 2021
Due Date: Upon receipt
Client No.: 0012286655
Engagement No.: E-65672504

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Re: 1057863 B.C. LTD. - Northern Pulp CCAA

For professional services rendered for the period from May 29, 2021 to July 2, 2021

	Net	Tax	Rate	Tax Amount	CAD Total
Fee (details attached):	105,905.00	GST	5 %	5,295.25	111,200.25
Expenses (details attached):	458.07	GST	5 %	22.90	480.97
	106,363.07			5,318.15	111,681.22
Invoice summary	106,363.07				
Tax: 5% GST				5,318.15	
Total:	106,363.07			5,318.15	111,681.22

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



1057863 B.C. LTD. - Northern Pulp CCAA
Billing Details from May 29, 2021 to July 2, 2021
Invoice #CA12C500006931 dated July 2, 2021

Billing Analysis

Client Reference: E-65672504

Staff Name		Hours	Billing Rate	Amount
Kevin Brennan	Senior Vice President	68.2	\$675	\$46,035.00
George Kinsman	Senior Vice President	25.9	\$675	\$17,482.50
Bronwyn Emily Shearer Burke	Executive Director	3.5	\$595	\$2,082.50
Holly Palmer	Vice President	64.3	\$525	\$33,757.50
Denis Kuznetsov	Senior	29.1	\$225	\$6,547.50
		<u>191.0</u>		<u>\$105,905.00</u>
Add: Expenses (details attached)				458.07
Sub-Total:				<u>\$106,363.07</u>
Add: GST (@ 5%)				5,318.15
TOTAL				<u><u>\$111,681.22</u></u>



1057863 B.C. LTD. - Northern Pulp CCAA
Time Details from May 29, 2021 to July 2, 2021
Invoice #CA12C500006931 dated July 2, 2021

Person	Date	Hours	Description
Kevin Brennan	29-May-21	1.3	Wkly update call with Bruce / Brian / Dale / JF
Kevin Brennan	31-May-21	2.1	Various calls and other matters with NP team / follow up with Duff / call to McCarthy
Kevin Brennan	1-Jun-21	2.4	Review of letter to Duff / position comments / other matters / call Brian re: message re: Province / Dale re: ELC
Kevin Brennan	2-Jun-21	2.3	Review of ELC matter with Holly and debrief re: EY led session / call with Dale re: community engagement / timing and other matters
Kevin Brennan	3-Jun-21	1.2	Review of the interim reports to the Province / GANTT chart issues / review of ELC matters with Dale / call Brian re: Province
Kevin Brennan	4-Jun-21	2.6	Review of matters related to stakeholder engagement / media issues / reach out to Brian Hebert / discussion re: path forward
Kevin Brennan	5-Jun-21	1.3	Weekly update call
Kevin Brennan	6-Jun-21	2.7	MOU to Brian Hebert / review and amend / other
Kevin Brennan	7-Jun-21	3.1	Call re: PLFN / call with Sean Collins / call to Brian Hebert / call with Brian re: positioning / call Dale re: NSE
Kevin Brennan	8-Jun-21	3.4	Call to Tom D re: financial / review GANTT re: timing matters and Provincial reporting / call with Holly re: same / call with Dale re: ELC meeting and planning / review of revised chart
Kevin Brennan	9-Jun-21	1.3	Call with Dale / call with Holly
Kevin Brennan	10-Jun-21	2.9	Review of timing and reporting on GANTT / impact of timing slippage / impact of Provincial timing issues / [REDACTED] / review of issues re: letter follow up
Kevin Brennan	11-Jun-21	2.1	Call with George / call with Holly re: funding of ELC and Admin support / call with Brian
Kevin Brennan	12-Jun-21	1.7	Update call - Brian / JF / Dale / Bruce
Kevin Brennan	14-Jun-21	3.6	ELC update (Holly) / review of issues with Dale and prep for call with Duff / update NP team / other
Kevin Brennan	15-Jun-21	2.5	Call with Duff / call to Brian Hebert and other issues re: MOU / business strategy / litigation timing
Kevin Brennan	16-Jun-21	1.9	Call with Bruce and Dale / call with Brian re: Province / issues re: Provincial reporting
Kevin Brennan	17-Jun-21	2.6	Call with Brian and Dale re: Prov agenda / call with communication team / call with Holly re: reporting / issues re: Court timing and IFF
Kevin Brennan	18-Jun-21	1.9	Meeting with Brian / call with Brian and Dale / issues re: Court ordered mediation / other considerations
Kevin Brennan	19-Jun-21	1.7	Update call with NP - Bruce / Brian / Dale / Jennifer / John R
Kevin Brennan	21-Jun-21	3.3	Communication with Duff M re: timing and agenda / Issues with Brian re: communications and strategy to progress / issues re: politics and election / PLFN resolution of conflict matter (Chief P) / ASB follow up and transfer / control and sale of asset matters / numerous calls
Kevin Brennan	22-Jun-21	3.1	Call with John R re: PLFN discussions / MOU issues with Brian H / call re: stakeholder strategy and communications / issues re: Province delay and issues / follow up Dale re: ASB and IA / other issues and challenges related to progression of mandate
Kevin Brennan	23-Jun-21	3.2	Stakeholder meeting issues / follow up re: consultant and NSE strategy / [REDACTED] - impact on proceeding and IFF / call with Holly re: Jerry issues with ELC / chairperson matters
Kevin Brennan	24-Jun-21	2.4	Call with Dale and update / call with Holly re: ELC follow up and issues re: prior stakeholder meeting / call re: GANTT



Person	Date	Hours	Description
Kevin Brennan	25-Jun-21	3.5	Call with Duff Montgomery / summarize notes / call with Bruce re: progress / call with Brian re: meeting with Pedro / call with Dale re: PLFN / review of PLFN communications and social media / communications issues re: media
Kevin Brennan	26-Jun-21	1.6	Update call with NP – Bruce / Brian / Dale / Jennifer / John R
Kevin Brennan	28-Jun-21	3.2	Call with Dale and Brian re: Duff call and planning / call with Duff re: follow up / call re: NSE and ELC / call with Bruce re: GANTT chart and review of same
Kevin Brennan	29-Jun-21	3.3	Meeting with George re: status / update call re: Province / strategy re: filing / issues with Tom / GANTT with Bruce / ELC matter with Dale / PLFN follow up / other
Kevin Brennan		68.2	
George Kinsman	31-May-21	0.8	Internal call re: ELC facilitation.
George Kinsman	1-Jun-21	3.4	Review materials and prepare for ELC meeting.
George Kinsman	2-Jun-21	4.1	Facilitate ELC discussion. Prepare for same. Drafting of CA and various e-mail exchanges with company staff.
George Kinsman	3-Jun-21	0.7	Assemble action item comments re: ELC call.
George Kinsman	4-Jun-21	0.7	Solicit administrative support options. e-mails with ELC leads. Assemble bi-weekly update report for Province's advisors.
George Kinsman	9-Jun-21	3.8	Prepare for and chair ELC meeting of June 9.
George Kinsman	10-Jun-21	1.4	Review and provide comments on ELC minutes. e-mails to ELC members re: action items. Coordinate assembly of CA documents.
George Kinsman	11-Jun-21	0.6	Various e-mail exchanges with ELC members on various matters.
George Kinsman	15-Jun-21	0.5	Draft ELC agenda for June 16 meeting. e-mail to company and proposed chair.
George Kinsman	16-Jun-21	2.3	Prepare for and chair ELC meeting.
George Kinsman	17-Jun-21	0.9	Communications with K MacLaughlin to address committee questions. Review minutes and draft financial report. Review Provincial update Gantt report chart. Prepare for circulation.
George Kinsman	18-Jun-21	0.6	Prepare and issue bi-weekly Gantt chart and financial update to Province's advisors.
George Kinsman	21-Jun-21	0.6	Call with ELC Chair re: meeting and preparation for same.
George Kinsman	22-Jun-21	0.7	Assemble confidentiality agreement details on behalf of ELC members. Review and comment upon draft agenda.
George Kinsman	23-Jun-21	2.5	Prepare for and participate in ELC meeting. Call with ELC Chair in advance of same.
George Kinsman	24-Jun-21	0.8	Prepare ELC stipend calculation. Review and provide comments on ELC draft newsletter communication.
George Kinsman	25-Jun-21	0.4	Prepare billing details for ELC stipends.
George Kinsman	28-Jun-21	0.4	Review draft ELC minutes. Provide comments to chair on same.
George Kinsman	29-Jun-21	0.4	Calls with T Dewtie re: ELC funding process. Communicate same with chair.
George Kinsman	30-Jun-21	0.3	Review ELC draft communication. Provide BL comments to chair re: same.
George Kinsman		25.9	
Bronwyn Emily Shearer	1-Jun-21	0.5	Meeting with George and Holly to prepare for the ECT meeting
Bronwyn Emily Shearer	2-Jun-21	3.0	Meeting for the ELC
Bronwyn Emily Shearer Burke		3.5	
Holly Palmer	31-May-21	3.6	Call with DP x 1 re ELC and other progress, review letter to Province, review BH letter to NS Lands, call with GK re ELC meeting, consider agenda, consider talking points.
Holly Palmer	1-Jun-21	4.8	Call with TD re employee contracts, email from GK re ELC agenda, review ELC docs, review legal invoices, JA/DP comments on ELC, review and send CA comments.



Person	Date	Hours	Description
Holly Palmer	2-Jun-21	5.9	ELC meeting and prep, call with BB/GK, review woodlands extension letters, call with TD, TD visa, ELC matters, higgins invoice, payments review, review timeline status, payroll, call with KB.
Holly Palmer	3-Jun-21	4.2	Payroll, ELC minutes, legal invoices, timeline comments, call with TD, review status reporting letter and amend, invoicing, GK comments on reporting, call with GK.
Holly Palmer	4-Jun-21	3.9	ELC matters, minutes, staffing emails, JA re ToR, BC re timeline status and reporting, review updated gaant, review CA comments, discuss re stipends, DP stakeholder meetings email.
Holly Palmer	7-Jun-21	3.8	Call with KB re various and actions, stakeholder reviews, call with GK re ELC, email from BB, review draft agenda.
Holly Palmer	8-Jun-21	2.6	NSPI easement contracts, call with TD, comments on employee contracts, call with KB.
Holly Palmer	9-Jun-21	3.4	ELC meeting and prep, draft minutes, ELC emails, review invoices, payment review, call with KB.
Holly Palmer	10-Jun-21	1.6	Emails re minutes, call with Mayors re Mill transformation
Holly Palmer	11-Jun-21	3.6	Payroll x 3, NSE emails, review stakeholder meeting log, review working notice letters, retirees, call with KB.
Holly Palmer	14-Jun-21	1.8	Call with KB re various, update re ELC, review litigation issue.
Holly Palmer	15-Jun-21	3.2	ELC chair emails, review draft agenda, comms strategy email, review legal, review gaant chart, prep for ELC budget discussion.
Holly Palmer	16-Jun-21	4.6	ELC meeting, review payroll, ELC emails, trimming employee emails, payments review and related emails, review gaant comments, review legal invoices, instructions re ELC budget.
Holly Palmer	17-Jun-21	4.5	Meeting with NSECC re previous ToR and steps forward, emails re Concordia payment, review budget to actuals, review gaant and reporting letter, comments, review ELC minutes, call with KB re reporting.
Holly Palmer	18-Jun-21	0.2	NSPI emails, review reporting package.
Holly Palmer	21-Jun-21	2.5	Review province update and email to GK, review ELC agenda, review minutes, review budget to actual.
Holly Palmer	22-Jun-21	3.2	Emails re ELC meeting, call with TD re woodlands and various, review woodlands structure, consider talent selection and details, review various woodlands documents.
Holly Palmer	23-Jun-21	2.3	ELC Meeting, payment review, various emails, ELC website estimate, legal invoices.
Holly Palmer	24-Jun-21	3.8	Call with Tom, review media clippings, discuss with team, discuss woodlands, review landfill payments, review actual to budget for various, review woodlands budget detail, various related emails, NSPI emails, emails re new ELC member.
Holly Palmer	25-Jun-21	0.8	Review remaining woodlands docs, review NSPI docs and emails, review stipend schedule against TOR and invoice, review legal documents.
Holly Palmer		64.3	
Denis Kuznetsov	1-Jun-21	1.9	CF reconciliation
Denis Kuznetsov	2-Jun-21	3.2	Payment review (remotely); call with Tom re: Penske invoices
Denis Kuznetsov	3-Jun-21	0.5	Payroll review (hourly PP11)
Denis Kuznetsov	4-Jun-21	1.4	Finalizing payment review; finalizing Reporting Package; emails to Tom re: same
Denis Kuznetsov	8-Jun-21	0.8	CF reconciliation
Denis Kuznetsov	9-Jun-21	2.9	Payment review (remotely)
Denis Kuznetsov	10-Jun-21	0.3	Finalization of payment review; misc. emails to Wanda & Tom
Denis Kuznetsov	11-Jun-21	0.2	Payroll review (salary, week 11)
Denis Kuznetsov	16-Jun-21	3.6	Payment review (on site); various emails
Denis Kuznetsov	17-Jun-21	4.3	Responding to an enquiry from Kim MacLaughlin; preparation of template for tracking ELC expenditure; reconciling CF



Person	Date	Hours	Description
Denis Kuznetsov	18-Jun-21	1.2	Finalizing Reporting Package
Denis Kuznetsov	23-Jun-21	2.7	Payment review (on site)
Denis Kuznetsov	24-Jun-21	2.5	CF reconciliation; finalization of payment review; emails re: NSPI prepayments
Denis Kuznetsov	25-Jun-21	1.3	Review of email from Mel (NSPI); preparation of invoice for ELC
Denis Kuznetsov	28-Jun-21	0.5	Reconciling CF, emails to Stephanie & Tom re: same
Denis Kuznetsov	30-Jun-21	1.8	Payment review (on site), payroll review
Denis Kuznetsov		29.1	
Total		187.5	



1057863 B.C. LTD. - Northern Pulp CCAA
Expense Details from May 29, 2021 to July 2, 2021
Invoice #CA12C500006931 dated July 2, 2021

Person/Vendor	Date	Amount	Description
Denis Kuznetsov	16-Jun-21	152.69	Travelling to Northern Pulp for weekly payment monitoring 277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	23-Jun-21	152.69	Travelling to Northern Pulp for weekly payment monitoring 277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	30-Jun-21	152.69	Travelling to Northern Pulp for weekly payment monitoring 277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov		\$458.07	
TOTAL		\$458.07	



Ernst & Young Inc.
Vancouver, BC

Invoice

1057863 B.C. LTD.
300 - 638 Smithe Street
Vancouver, BC V6B 1E3
Canada

Invoice No.: CA12C500007114

Please include this number with payment

Invoice Date: August 27, 2021
Due Date: Upon receipt
Client No.: 0012286655
Engagement No.: E-65672504

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Re: 1057863 B.C. LTD. - Northern Pulp CCAA

For professional services rendered for the period from July 3, 2021 to August 20, 2021

	Net	Tax	Rate	Tax Amount	CAD Total
Fee (details attached)	148,498.50	GST	5 %	7,424.93	155,923.43
Expenses (details attached)	916.14	GST	5 %	45.81	961.95
	149,414.64			7,470.74	156,885.38
Invoice summary	149,414.64				
Tax: 5% GST				7,470.74	
Total:	149,414.64			7,470.74	156,885.38

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



1057863 B.C. LTD. - Northern Pulp CCAA
Billing Details from July 3, 2021 to Aug. 20, 2021
Invoice #CA12C500007114 dated Aug. 27 2021

Billing Analysis

Client Reference: E-65672504

Staff Name		Hours	Billing Rate	Amount
Kevin Brennan	Senior Vice President	96.8	\$675	\$65,340.00
George Kinsman	Senior Vice President	14.2	\$675	\$9,585.00
Holly Palmer	Vice President	104.3	\$525	\$54,757.50
Philippe Mendelson	Vice President	15.8	\$525	\$8,295.00
Jason Eckford	Manager	1.8	\$395	\$711.00
Denis Kuznetsov	Senior	43.6	\$225	\$9,810.00
		<u>276.5</u>		<u>\$148,498.50</u>
Add: Expenses (details attached)				916.14
Sub-Total:				<u>\$149,414.64</u>
Add: GST (@ 5%)				7,470.74
TOTAL				<u><u>\$156,885.38</u></u>



1057863 B.C. LTD. - Northern Pulp CCAA

Time Details from July 3, 2021 to Aug. 20, 2021

Invoice #CA12C500007114 dated Aug. 27 2021

Person	Date	Hours	Description
Kevin Brennan	6-Jul-21	2.7	Call with Brian B / calls re report / review of BB memo from Duff / issues re: EARD
Kevin Brennan	7-Jul-21	0.7	Call with Dale / call with Holly and George
Kevin Brennan	8-Jul-21	2.9	Call re: ASB / call re: cash flow / review timing re: GANTT / call with McCarthy's re: issues and Court process matters / call re: IFF / call with Brian re: Province
Kevin Brennan	9-Jul-21	2.7	Call re GANTT timing matters / review of Provincial overlay timing issues / call to B. Hebert re: PLFN / review of media issues re: NS and NP / other matters
Kevin Brennan	10-Jul-21	1.0	Weekly update call
Kevin Brennan	12-Jul-21	3.1	Call with Dale / call with John R / issues re: litigation / communication issues / review reporting, timing and finances
Kevin Brennan	13-Jul-21	2.9	Review press release and comment / call with Dale re: vision document / issues re: ASB and IA / follow up
Kevin Brennan	14-Jul-21	2.2	Press conference attendance / follow up re: Provincial memo / issues re: BB / other
Kevin Brennan	15-Jul-21	2.4	Call with Dale / call with GH / call with JF / call with Jerry re: ELC / call with BB re: issues
Kevin Brennan	16-Jul-21	2.5	Review of draft memo / review of issues with Holly and timing, cash flow / call re: Provincial election issues (when called) / review of other matters
Kevin Brennan	17-Jul-21	0.9	Weekly call
Kevin Brennan	19-Jul-21	2.9	Call with Brian and Dale re: Stakeholder matters / communications strategy and progress re: GANTT chart / call with Brian re: Province communication and timing – agenda
Kevin Brennan	20-Jul-21	2.2	Call with Dale / issues re: ELC and Woodlands Cmt budget / issues with Holly and George – update / Other matters
Kevin Brennan	21-Jul-21	3.1	Issues with Holly / issues with Brian re: legal call / issues re: PEC follow up on environmental engineering issues / GANTT chart matters and timing / cash flow / review of IFF to understand requirements / term sheet considerations / other
Kevin Brennan	22-Jul-21	3.9	Call with Brian re: call with Duff / agenda and potential Monitors report / call with Bruce re: GANTT progress / review issues with Holly and George / issues re: Province and election – politics / issues re: stakeholder engagement / media issues and review / call with Sean re: press issues / attendance at call
Kevin Brennan	23-Jul-21	2.9	Review of issues with Dale prior to update / review of GANTT matters / review of environmental issues incl Cdn Gov't clarification re: IA / issues pertaining to ASB resolution / follow up re: MOU with PLFN / other matters
Kevin Brennan	24-Jul-21	1.4	Update call with NP team
Kevin Brennan	25-Jul-21	0.4	Call with Dale re: Province
Kevin Brennan	26-Jul-21	2.7	Prep and agenda for call with Province / call with George re: ELC / call re: cash and review of GANTT timing variances
Kevin Brennan	27-Jul-21	2.9	Prep and discussions re: IA / PLFN follow up / call with Duff re: planning and agenda for meeting / call with Brian and Dale re: issues for calls
Kevin Brennan	28-Jul-21	3.1	Review draft outline of report / review and discuss with Holly relevant matters to EA process and stakeholder issues / review revised vision documents / call with Dale re: same / review of matters related to GANTT timing variances
Kevin Brennan	29-Jul-21	3.2	Call with Brian / follow up re: communications / follow up re: ELC / call with Holly / call with Brian / call with Dale / review of reporting matters / review of prior order to clarify responsibilities / other matters
Kevin Brennan	30-Jul-21	1.3	Call with Holly and George / review of Provincial reporting document / call with Bruce re: GANTT / call re: Province and exchange re: same



Person	Date	Hours	Description
Kevin Brennan	31-Jul-21	0.8	Call with NP team
Kevin Brennan	3-Aug-21	3.5	Call with Dale and prep re: Province meeting / call re: timeline and primary issues / review of issues from Monitor perspective / ELC matters and governance / review of other matters
Kevin Brennan	4-Aug-21	3.7	Call with Province / call with NP follow up / call re: cash flow / follow up with George, Holly and Liz / outline for Monitor reporting and timing / issues re: classification – review legislation / review McCarthy issues / issue re: mediation consideration
Kevin Brennan	5-Aug-21	2.8	Call with Dale / call with Holly re: report outline / call re: GANTT / follow up re: stakeholder summation / other
Kevin Brennan	6-Aug-21	2.4	Call with Holly / issues with legal re: reporting / call to McCarthy re: update and planning / follow up re: Province / other matters
Kevin Brennan	7-Aug-21	1.2	Update call with NP team
Kevin Brennan	9-Aug-21	3.6	Call with Legal counsel for NP / call with Walker independent / call with Brian and Dale / call with Liz, Holly and George / memo re: outstanding issues / review of GANTT chart concerns
Kevin Brennan	10-Aug-21	2.9	Call with Legal counsel to Province / issues with reporting / call with Brian and Dale re: follow up / call with Liz and George / review of outline / other matters
Kevin Brennan	11-Aug-21	2.7	Call with Dale / call with Holly / report outline / other matters re: cash flow
Kevin Brennan	12-Aug-21	2.9	Call with Holly / call with Walker / review outline / review matters re: cash / call with Bruce / follow up re: Province / issues regarding timing of matters / memo outline
Kevin Brennan	13-Aug-21	1.6	Exchange with Brian and Dale / issues re: mediation and tolling agreement, inclusion / other issues
Kevin Brennan	14-Aug-21	1.9	Update call JF, BB, DP, JJ, John Roberts
Kevin Brennan	15-Aug-21	1.3	Update outline for report / amend
Kevin Brennan	16-Aug-21	3.2	Call with BB re: update / call with George / Holly and Liz re: report and Provincial direction / issues re: EA and NSE matters / call re: PLFN / call re: settlement matters, timing and GANTT
Kevin Brennan	17-Aug-21	3.4	Call with DP/ call with George / Holly and Liz re: election and impact/ issues re: GANTT and comments of NP / concerns of the Province / issues re: EA and NSE matters / call re: settlement matters, timing and GANTT
Kevin Brennan	18-Aug-21	2.8	Call with George and Holly / update re: election matters / issues re: GANTT / Issues re: report / call with Walker Macleod / call with Dale / review of EA issues / outline update
Kevin Brennan	19-Aug-21	2.1	Calls re: Provincial election / call with Dale re: moving forward / messages with BB and DP
Kevin Brennan		96.8	
George Kinsman	7-Jul-21	3.1	Prepare for and participate in ELC weekly meeting. Internal call with EY BC re: status of various matters. Review Gannt chart update and memo to Province re: status update.
George Kinsman	13-Jul-21	0.7	Review and coordinate ELC stipend payment details. Call with ELC Chair re: same.
George Kinsman	14-Jul-21	2.1	Prepare for and participate in ELC weekly meeting.
George Kinsman	16-Jul-21	0.7	Internal call re: Class 2 decision and reporting requirements to the Court. Provide stipend details to company and MC.
George Kinsman	3-Aug-21	0.6	Assemble materials for ELC meeting. Coordinate ELC payments per Chair requests.
George Kinsman	4-Aug-21	3.1	Attend ELC weekly call. Internal call to discuss status of Province/Company developments and prepare for Monitor Report. Prepare and circulate cash flow update report to advisors for Province.
George Kinsman	9-Aug-21	1.1	Call with counsel to Province and Monitor team to address information updates and process concerns.
George Kinsman	10-Aug-21	0.9	Call with Stewart McKelvey re: follow up discussion from Monday group call. e-mail to Monitor team re: supplemental discussion.



Person	Date	Hours	Description
George Kinsman	18-Aug-21	1.9	Attend ELC meeting. e-mails with K Brennan re: pending Monitors report.
George Kinsman		14.2	
Holly Palmer	6-Jul-21	3.8	Tom visa email and text, ELC agenda, discuss woodlands budget and crown stumpage with TD, review crown schedules, govt funding announcement, legal invoices, review cumberland newsletter.
Holly Palmer	7-Jul-21	4.7	Call with KB/GK re various status, review ELC meeting documents and GK notes, payment review and inquiries, review ELC effluent description, legal invoices, invoicing, EA timeline review, update from DK.
Holly Palmer	8-Jul-21	3.4	Review and comment gantt and reporting memo, special payroll and retiree payment, call with TD.
Holly Palmer	9-Jul-21	2.6	Review latest budget to actual in detail, emails re landfill capping, reporting package.
Holly Palmer	12-Jul-21	3.8	ELC emails re KH, review ELC minutes, review new EA presentation and email, call with TD re crown and woodlands, review ELC agenda, review payroll.
Holly Palmer	13-Jul-21	1.4	Payroll, email to DK, latest ELC agenda, email from DP re presser.
Holly Palmer	14-Jul-21	4.6	Review payments, payroll, ELC meeting, reviewing ELC website, reviewing NP website, reviewing draft news release, review actuals, review banking, emails from DK.
Holly Palmer	15-Jul-21	3.2	EA decision emails, email to counsel, read media briefing, watch media presser, emails re same.
Holly Palmer	16-Jul-21	1.0	Call with counsel re class 2, potential reporting, and change in EA timeline call with KB.
Holly Palmer	19-Jul-21	2.4	Call with Pictou county, counsel re McCarthys and reporting, consider report issues.
Holly Palmer	20-Jul-21	2.2	ELC emails, call with Town of Pictou, review ELC agenda, review ELC presentation feedback, email re stipend, issues with KB.
Holly Palmer	21-Jul-21	2.3	ELC weekly meeting, review IAAC response and related emails, review HRM effluent treatment document, various issues with KB.
Holly Palmer	22-Jul-21	1.3	Review media coverage DP emails, discussion with TD re various.
Holly Palmer	23-Jul-21	1.1	Emails re woodlot articles and indigenous leadership, weekly payment review.
Holly Palmer	26-Jul-21	3.4	Review ELC minutes, candidate coverage, discuss report, call with NP.
Holly Palmer	27-Jul-21	3.6	Emails re timeline update, emails re crown stumpage, email re Colchester and Trenton presentations, ELC agenda, review payroll, discuss report with PM.
Holly Palmer	28-Jul-21	4.3	Payment review, payroll review, email GK re ELC, review draft memo and timeline update, discuss report with PM/DK, review legal invoices x 2, call with TD, email re class 2.
Holly Palmer	29-Jul-21	4.6	Review payroll registers, emails from counsel re various, review draft CF report section and discuss with team, reviewing seventh report, review updated budget Aug - Oct 2021, call with TD re budget.
Holly Palmer	3-Aug-21	5.8	Emails re timeline, emails re report and cash flows, long call with Municipality of Colchester, emails with counsel re mediation and various other, review updated ELC budget to actuals, emails re stipend, emails re subordinated dip budget, emails re IAAC response.
Holly Palmer	4-Aug-21	5.8	Payroll issues, payment review and queries, call with counsel/KB/GK re report, report writing, review draft Class 2 EA schedule call with GK re ELC update, email re same.
Holly Palmer	5-Aug-21	4.2	Review press, report writing, review new EA schedule and BC email, call with KB re reporting.
Holly Palmer	6-Aug-21	4.3	Report writing, email from counsel re report comments.
Holly Palmer	9-Aug-21	4.8	Team call re various, review FoNNP email and related links, review ELC minutes and agenda, report writing.



Person	Date	Hours	Description
Holly Palmer	10-Aug-21	5.5	Call with StewMack, email to ELC re feedback, prepare and send report outline, review payroll x 3, reporting writing, email re SM call, review counsel call with JR, review cash flow and variance schedule.
Holly Palmer	11-Aug-21	5.4	Emails re report contents, attend ELC meeting, payment review, report writing, internal update, review transformation consultation summary, review latest presentation, ELC emails, call with KB.
Holly Palmer	12-Aug-21	2.8	Call with McCarthys re various, report writing, call with KB.
Holly Palmer	13-Aug-21	3.1	Email to DP re consultations, updated outline for team/counsel, call with KB, report writing.
Holly Palmer	16-Aug-21	4.8	DP email, review ELC sub coms/minutes/agenda, call with GK, comms with team, corporate assets, send outline to Mccarthys/JR, call with JA re ELC report, review draft report template, call with JE, review ELC minutes.
Holly Palmer	17-Aug-21	4.1	Call with team/counsel, call with KB, review consultation summaries, review revised presentation, drafting report.
Holly Palmer		104.3	
Philippe Mendelson	28-Jul-21	2.5	Discussions and emails with HP re enviro review and Seventh Report to Court. Roll forward Report draft. Email to and from DK.
Philippe Mendelson	29-Jul-21	1.4	Discussion and emails with HP and DK. Review report and required information.
Philippe Mendelson	11-Aug-21	3.8	Review cash flow and variance analysis. Edits to wording for report. Emails to and from HP and DK.
Philippe Mendelson	12-Aug-21	2.3	Discussions with HP re: report and sections. Review Sixth Report.
Philippe Mendelson	13-Aug-21	5.8	Discussions and emails with HP. Review website, review presentation. Drafting report.
Philippe Mendelson		15.8	
Jason Eckford	16-Aug-21	1.8	Emails; outline updates; report revisions
Jason Eckford		1.8	
Denis Kuznetsov	7-Jul-21	2.5	Payment review (on site); finalizing Payment review
Denis Kuznetsov	8-Jul-21	3.8	Reconciling CF
Denis Kuznetsov	9-Jul-21	2.2	Various emails; finalization of Reporting Package; email to Holly re: landfill capping cumulative cost
Denis Kuznetsov	13-Jul-21	0.8	Payroll review
Denis Kuznetsov	14-Jul-21	2.1	Payment review (on site)
Denis Kuznetsov	15-Jul-21	1.8	CF reconciliation
Denis Kuznetsov	20-Jul-21	0.4	Updating the CF tracker
Denis Kuznetsov	21-Jul-21	3.4	Payment review (on site)
Denis Kuznetsov	22-Jul-21	1.8	CF reconciliation
Denis Kuznetsov	27-Jul-21	2.8	CF reconciliation, emails to Tom
Denis Kuznetsov	28-Jul-21	2.5	Payment review (on site); payroll review (hourly, PP15)
Denis Kuznetsov	29-Jul-21	0.4	Working on the reporting package for the week
Denis Kuznetsov	30-Jul-21	0.2	Responding to emails re: reviewed payments
Denis Kuznetsov	3-Aug-21	4.4	Various emails to Tom & Stephanie; CF reconciliation; reconciliation of payroll; preparation of reporting package for the Province
Denis Kuznetsov	4-Aug-21	2.4	Payment review (on site); finalization of Payment review
Denis Kuznetsov	6-Aug-21	3.1	Reconciling CF for the Seventh Report (variance analysis)
Denis Kuznetsov	9-Aug-21	3.8	Drafting Seventh Report (variance analysis and updated forecast sections)
Denis Kuznetsov	10-Aug-21	2.4	Working on the Seventh Report; payroll review (salaried & hourly)
Denis Kuznetsov	11-Aug-21	2.6	Payment review (on site)
Denis Kuznetsov	12-Aug-21	0.2	Finalization of payment review; emails to Tom & Stephanie
Denis Kuznetsov		43.6	
Total		276.5	



1057863 B.C. LTD. - Northern Pulp CCAA
Expense Details from July 3, 2021 to Aug. 20, 2021
Invoice #CA12C500007114 dated Aug. 27 2021

Person/Vendor	Date	Amount	Description
Denis Kuznetsov	7-Jul-21	152.69	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	14-Jul-21	152.69	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	21-Jul-21	152.69	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	28-Jul-21	152.69	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	4-Aug-21	152.69	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	11-Aug-21	152.69	Travelling to Northern Pulp for weekly payment monitoring277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov		\$916.14	
TOTAL		\$916.14	



Ernst & Young Inc.
Vancouver, BC

Invoice

1057863 B.C. LTD.
300 - 638 Smithe Street
Vancouver, BC V6B 1E3
Canada

Invoice No.: CA12C500007230

Please include this number with payment

Invoice Date: October 04, 2021
Due Date: Upon receipt
Client No.: 0012286655
Engagement No.: E-65672504

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Re: 1057863 B.C. LTD. - Northern Pulp CCAA

For professional services rendered for the period from Aug. 21, 2021 to Sept. 24, 2021

	Net	Tax	Rate	Tax Amount	CAD Total
Fee (details attached):	158,940.00	GST	5 %	7,947.00	166,887.00
Expenses (details attached):	763.45	GST	5 %	38.17	801.62
	159,703.45			7,985.17	167,688.62
Invoice summary	159,703.45				
Tax: 5% GST				7,985.17	
Total:	159,703.45			7,985.17	167,688.62

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



1057863 B.C. LTD. - Northern Pulp CCAA
Billing Details from Aug. 21, 2021 to Sept. 24, 2021
Invoice #CA12C500007230 dated Oct. 4, 2021

Billing Analysis

Client Reference: E-65672504

Staff Name		Hours	Billing Rate	Amount
Kevin Brennan	Senior Vice President	77.8	\$675	\$52,515.00
George Kinsman	Senior Vice President	16.7	\$675	\$11,272.50
Holly Palmer	Vice President	104.9	\$525	\$55,072.50
Philippe Mendelson	Vice President	57.7	\$525	\$30,292.50
Denis Kuznetsov	Senior	43.5	\$225	\$9,787.50
		<u>300.6</u>		<u>\$158,940.00</u>
Add: Expenses (details attached)				763.45
Sub-Total:				<u>\$159,703.45</u>
Add: GST (@ 5%)				7,985.17
TOTAL				<u><u>\$167,688.62</u></u>



1057863 B.C. LTD. - Northern Pulp CCAA
Time Details from Aug. 21, 2021 to Sept. 24, 2021
Invoice #CA12C500007230 dated Oct. 4, 2021

Person	Date	Hours	Description
Kevin Brennan	23-Aug-21	2.5	Call with Dale, Jennifer, Brian – issues re: letters and process / call with George and Holly, memo setting out issues
Kevin Brennan	24-Aug-21	3.1	Call with George, Liz and Holly re: process document / review of process documents components / issues re: mediation / call with Holly re: cash flow and Tom issues / call with Dale re: political influence and update / call with Brian re: progress / call with Walker re: outstanding matters and proposed process
Kevin Brennan	25-Aug-21	2.1	Review of Liz memo and knitting together sub-components and approach / review of matters relevant to cash flow / review of issues related to litigation / review of other matter
Kevin Brennan	26-Aug-21	1.6	Review final form of outline / outline to Brian, Dale, JF / other issues
Kevin Brennan	27-Aug-21	2.3	Call with Dale re: outline and distinctive parts / review of vision document / consider components of Monitor report / call with Liz / issues re: Province and mediation process / outline issues
Kevin Brennan	28-Aug-21	1.3	Update call – weekly
Kevin Brennan	30-Aug-21	3.1	Call re: issue outline / call with Liz and feedback from Walker / review and call with Dale / issues re: Province / call with Walker – separate / other matters
Kevin Brennan	31-Aug-21	2.8	Issues re: feedback / reporting issues and outline / calls with Liz and George / call with Brian / exchange with Brian re: Government changes
Kevin Brennan	1-Sep-21	2.7	Issues and other matters relevant to court proceeding / call with Dale / exchange with Duff / call with Liz / call with Dale / review of report issues / other
Kevin Brennan	2-Sep-21	2.6	Issues re: Government / review of blackline document / call with Holly / cash flow matters / EA process GANTT report outline / issues re: timing
Kevin Brennan	3-Sep-21	1.6	Call with Brian / call with JF / call re: GANTT / update re: outline to Province / other issues
Kevin Brennan	4-Sep-21	1.3	Weekly update call – Dale
Kevin Brennan	6-Sep-21	1.2	Call with Brian re: Province contact / issue re: Hackett – research / other
Kevin Brennan	7-Sep-21	3.2	Review of report – timing and outline, inclusions / call with Brian re: Province f/u / call with Liz, George, Holly re: outline issues for counsel and amendments – f/u Roberts and Walker / call with Walker / review report status / consider timing issues / GANTT chart review re: EA / other
Kevin Brennan	8-Sep-21	3.2	Call with Liz – update re: final outline / call with Maurice and Rob re: Province update / memo to Province re: outstanding issues and follow-on contact – Hackett / call with George re: ELC / call with Holly re: report / settlement issues and development for meeting / other issues
Kevin Brennan	9-Sep-21	3.7	Call with George and Liz re: position of province – uncertainty / issues re: DIP and other waiver and amendment requirements / call with Dale re: consultation with stakeholders and updates / review of presentations and vision docs / position for Province review and outline matters thereto / call with Walker re: timing and filing issues
Kevin Brennan	10-Sep-21	2.9	Call with Dale re: Province / call with Hackett / Call to Joanne re: JF responses / Issues with Scott Farmer as new DM Environment / Business Development / call with Bruce re: stages / call with Dale re: EA Consultant / Tom cash issues
Kevin Brennan	11-Sep-21	1.8	Weekly update call / review of Monitor Report
Kevin Brennan	12-Sep-21	2.1	Review and comments on Monitor report



Person	Date	Hours	Description
Kevin Brennan	13-Sep-21	3.7	Review and blackline Monitor report / call with Liz – Stikeman / issues with Dale re: ELC / call Holly re: ELC issues / cash flow review and spending / email to Hackett Province / other matters
Kevin Brennan	14-Sep-21	3.4	Call with George, Liz and Holly re: content / call with Dale re: report drafting / issues re: EA process and follow up / matters with John Roberts and litigation tolling issues / call with Brian re: timing of matters / call with Dale re: other matters
Kevin Brennan	15-Sep-21	3.4	Call with Tom re: cash flow / Bruce re: GANTT chart matters / review with Dale / call with Holly re: Gerry issues –ELC / call re: resourcing matters / review of amended report outline and challenges of content / PLFN matters - PEC consulting / EA consultant letter – closure and PO matters
Kevin Brennan	16-Sep-21	2.2	Issues with Holly re: monitor report / EA update therein / issues re: attachments / other matters
Kevin Brennan	17-Sep-21	3.3	Call with Dale re: Province, Bruce issues, ELC issues, timing matters / call with Brian re: update / review of amended report of Monitor for purpose of Saturday update call / review of timing issues and filing issues / update re: Province concerns and other / review of revised documents supporting report and other
Kevin Brennan	18-Sep-21	0.9	Weekly update call / review of Monitor Report
Kevin Brennan	20-Sep-21	3.7	Review and blackline Monitor report / call with Liz – Stikeman / issues with Dale re: ELC / cash flow review and spending / issues re: letter to Province and review / comments on indemnity claim /other matters
Kevin Brennan	21-Sep-21	3.1	Call with George, Liz and Holly re: content / Final report and comments / call with Dale re: report / issues re: proposed Golder Meeting / other / Comments re: claim / clarification of claims with Dale
Kevin Brennan	22-Sep-21	2.2	Call with Dale and Bruce / call re: ELC / issues with regard to Provincial matters / cash flow and IFF matters / other
Kevin Brennan	23-Sep-21	2.6	Issues with WSP meeting and timing issues / agenda / call with Dale re: Provincial letter / review letter / call with counsel and George and Holly / issues re: Monitor call with legal counsel / issues with Walker re: report and Provincial response
Kevin Brennan	24-Sep-21	4.2	Call with legal counsel re: Provincial feedback / call with Dale re: NSE issues and calls / WSP EA Consultant call / review of letter from Province in context / issues re: context with counsel
Kevin Brennan		77.8	
George Kinsman	24-Aug-21	0.9	Internal call with EY/Stikeman Team re: counsel to counsel discussion. Provide comments on ELC report outline.
George Kinsman	25-Aug-21	1.3	Internal calls with counsel and team re: next steps outline. Review and provide comments on draft for internal consideration.
George Kinsman	27-Aug-21	0.6	Review and comment on last version of next steps outline. Various exchanges with Stikeman and EY team re: same. Assemble misc. ELC invoices for payment.
George Kinsman	1-Sep-21	3.3	Prepare for and participate in ELC meeting. Review and provide comments on next step memorandum subsequent to MC comments. Assemble materials for ELC financial obligations.
George Kinsman	2-Sep-21	0.7	Call with Jerry Amirault re: ELC report.
George Kinsman	14-Sep-21	1.4	Review draft 7th Report. Call with counsel to discuss same.
George Kinsman	15-Sep-21	0.4	E-mail to Company re: Gannt chart progress update report. Review various file e-mails.
George Kinsman	17-Sep-21	2.8	Review and provide comments on Draft 7th Report.
George Kinsman	20-Sep-21	0.6	Review materials for Province of Nova Scotia update submission. Review company comments on Gannt chart.
George Kinsman	21-Sep-21	0.7	Review company comments on draft 7th Report.
George Kinsman	22-Sep-21	2.7	Finalize and release update report to Province's advisors. Final review of 7th Report. Review draft correspondence from NP counsel.
George Kinsman	23-Sep-21	0.7	Call with counsel in response to ltr from Province to Company.



Person	Date	Hours	Description
George Kinsman	24-Sep-21	0.6	Internal call with EY/Stikeman to consider strategy in response to Provincial correspondence.
George Kinsman		16.7	
Holly Palmer	23-Aug-21	4.3	Review ELC outline and emails, ELC minutes, update with DK/PM re report, review sections, call with TD re various, review VISA, review ELC site, report writing, locating documents, call with team.
Holly Palmer	24-Aug-21	4.6	Call with GK/KB/LP re various, review payroll, review ELC article, emails re StewMack call, review outline ELC report and emails with GK, report writing and discussions, invoicing.
Holly Palmer	25-Aug-21	4.2	Call with TD, ELC articles, JA emails, payroll review x 3, review update from NP/KB call, payment review, review draft counsel next steps, report writing and discussions.
Holly Palmer	26-Aug-21	4.3	Review draft ELC comments, emails re FONS, review of various re reporting, review amended counsel next steps document, call with TD re woodlands, report writing.
Holly Palmer	27-Aug-21	5.8	Review NS outline amends and emails, review PLFN role, review latest mtg logs, review latest transformation presentation, review budget narrative and schedules, letter to Province, review Mo draft order, review TA and letter, ELC emails, report drafting.
Holly Palmer	30-Aug-21	5.3	Emails re consultations, ELC emails, review TIR package, review updated CF narratives and responses, legal review and emails, drafting EA chronology and emails with KB, invoicing, emails with GK and SL, report writing.
Holly Palmer	31-Aug-21	4.8	Call with town of Trenton, Emails re websites, WM email, emails re DM departure, emails re next steps document, ELC agenda, call with Walker, review next steps doc amends, report writing.
Holly Palmer	1-Sep-21	2.3	Review counsel comments and emails on NS and comment, payment review, report writing.
Holly Palmer	2-Sep-21	2.8	Call with Town of Truro, emails re NS, email re NSPI, email re ELC report, ELC testimonial, report writing, call with KB.
Holly Palmer	7-Sep-21	5.4	Legal review, call with JR/WM/LP re next steps, call with KB re new Province contacts, ELC agenda, review ELC report notes, review payroll, review latest NS draft, report writing.
Holly Palmer	8-Sep-21	4.8	Attend ELC meeting, review emails, payment review, discuss report with PM/DK, emails with JA, email to GK re ELC report, report writing, call with
Holly Palmer	9-Sep-21	4.6	Emails re next steps doc, legal/elevator invoice, call with JA re ELC report, emails re Peter Hackett, ELC write up, Province emails, report writing, review cash flow.
Holly Palmer	10-Sep-21	6.1	ELC emails, Province email, various reporting queries and cash flow discussions, finalize first draft of report, payroll and sal cont review.
Holly Palmer	13-Sep-21	3.3	Amend report, call with KB, call with DK/PH, review payroll, queries re variances, review ELC agenda, review ELC website changes.
Holly Palmer	14-Sep-21	2.1	ELC meeting, review ELC website update, call with KB.
Holly Palmer	15-Sep-21	5.9	Call with team re report amends, updating report, ELC emails, review payments, counsel emails re next steps, emails re gantt chart,
Holly Palmer	16-Sep-21	4.8	Emails with company counsel re report, review amendments, make further changes, call with Tom, review various articles re NP, call with team.
Holly Palmer	17-Sep-21	5.8	ELC emails and letter, send draft report and review further, call with team, review new presentation, report amends and send, review long KB email re various, reviews strategy and next steps.
Holly Palmer	20-Sep-21	4.8	ELC article, review gantt chart update, reviewing payments, report comments and amend, emails with DP re various, ATI Council payment.
Holly Palmer	21-Sep-21	5.6	Updating report for counsel comments, call with TD, emails re Gantt chart, ELC agenda and topics, follow up with JA re ELC report, review crown stumpage schedules and payment, review payroll, WSP emails, emails re Province, call with team.



Person	Date	Hours	Description
Holly Palmer	22-Sep-21	6.6	Attend ELC meeting, updating report, finalizing and filing report, call with DP, review draft letter, review province reporting, update on Antagonish meeting, payment review, payroll review, service list.
Holly Palmer	23-Sep-21	3.3	Call with TD re various, ELC report and emails, review WSP invoice, review province letter, ELC re CoC, review JF action items.
Holly Palmer	24-Sep-21	3.4	Call with team re Province letter, long call with EA consultant, review long email from Province meeting, emails re meeting with Province.
Holly Palmer		104.9	
Philippe Mendelson	16-Aug-21	5.6	Call with HP. Drafting report.
Philippe Mendelson	17-Aug-21	3.5	Drafting report and edits to same.
Philippe Mendelson	18-Aug-21	2.8	Review draft and incorporate Letter.
Philippe Mendelson	19-Aug-21	3.1	Draft and edit report.
Philippe Mendelson	20-Aug-21	1.0	Edits to draft report sections.
Philippe Mendelson	23-Aug-21	6.5	Call with HP and DK. Receive and review documents. Drafting report.
Philippe Mendelson	24-Aug-21	3.1	Reviewing plan and updated presentation. Drafting report. Discussions with HP.
Philippe Mendelson	25-Aug-21	3.8	Drafting report sections.
Philippe Mendelson	26-Aug-21	6.2	Finalizing draft sections of report. Emails to and from HP and DK. Discussions with HP.
Philippe Mendelson	27-Aug-21	3.6	Reviewing edits. Reviewing DK report draft. Discussions and emails with HP.
Philippe Mendelson	7-Sep-21	1.0	Minor report edits
Philippe Mendelson	8-Sep-21	1.0	Minor report edits
Philippe Mendelson	9-Sep-21	6.5	Discussions with HP. Review and edit financial sections of report. Emails to and from HP and DK.
Philippe Mendelson	10-Sep-21	5.2	Detailed review of CF and variance analysis. Discussions with HP. Discussions with DK. Emails to and from HP and DK.
Philippe Mendelson	13-Sep-21	4.8	Call with HP and DK. Calls with DK. Review report and appendices.
Philippe Mendelson		57.7	
Denis Kuznetsov	23-Aug-21	3.5	Updating CF tracker; discussion with Holly & Philippe re: Seventh Report; working on the Seventh Report (ELC section)
Denis Kuznetsov	24-Aug-21	2.4	Working on the Seventh Report (review of ELC minutes and websites)
Denis Kuznetsov	25-Aug-21	2.2	Payment review (on site); review of payroll (salaried PP16 and hourly PP17)
Denis Kuznetsov	26-Aug-21	3.2	CF reconciliation; email to Tom re: variances
Denis Kuznetsov	27-Aug-21	2.8	Continued drafting of the Seventh Report
Denis Kuznetsov	30-Aug-21	1.2	Updating variance explanations in the Seventh Report, emails to Tom re: same
Denis Kuznetsov	1-Sep-21	2.9	Payment review (on site); emails to Tom & Stephanie re: same
Denis Kuznetsov	2-Sep-21	0.7	Reviewing HST payment; emails to Stephanie & Wanda re: same and NSPI prepayments
Denis Kuznetsov	7-Sep-21	2.6	CF reconciliation; emails to Stephanie re: same; review of payroll (hourly PP18)
Denis Kuznetsov	8-Sep-21	0.9	Payment review (on site)
Denis Kuznetsov	9-Sep-21	2.4	Finalization of payment review; CF reconciliation; emails to Stephanie re: same
Denis Kuznetsov	10-Sep-21	2.7	Updating Seventh Report to include the month of August (variance analysis section) and to exclude August (forecast section); payroll review (salaried PP17)
Denis Kuznetsov	13-Sep-21	3.7	Call with Holly & Philippe re: outstanding NTDs; working on the Seventh Report; drafting email to Tom re: variances
Denis Kuznetsov	15-Sep-21	2.5	Payment review (on site)
Denis Kuznetsov	16-Sep-21	1.8	Updating the Excel version of Gantt chart



Person	Date	Hours	Description
Denis Kuznetsov	17-Sep-21	3.3	CF reconciliation
Denis Kuznetsov	20-Sep-21	0.9	Updating Gantt chart to include comments from a previous submission; various emails re: Gantt chart and payment review
Denis Kuznetsov	21-Sep-21	1.6	Adjusting the Gantt chart; finalizing Reporting Package; payroll review (salaried & hourly)
Denis Kuznetsov	22-Sep-21	2.0	Payment review
Denis Kuznetsov	23-Sep-21	0.2	Finalizing payment review
Denis Kuznetsov		43.5	
Total		300.6	



1057863 B.C. LTD. - Northern Pulp CCAA
Expense Details from Aug. 21, 2021 to Sept. 24, 2021
Invoice #CA12C500007230 dated Oct. 4, 2021

Person/Vendor	Date	Amount	Description
Denis Kuznetsov	25-Aug-21	152.69	Travelling to Northern Pulp for weekly payment monitoring: 277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	1-Sep-21	152.69	Travelling to Northern Pulp for weekly payment monitoring: 277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	8-Sep-21	152.69	Travelling to Northern Pulp for weekly payment monitoring: 277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	15-Sep-21	152.69	Travelling to Northern Pulp for weekly payment monitoring: 277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov	22-Sep-21	152.69	Travelling to Northern Pulp for weekly payment monitoring: 277 Rutledge St, Bedford, NS to Northern Pulp (260 Granton Abercrombie Branch Rd, New Glasgow, NS) and back (153 km x 2)
Denis Kuznetsov		\$763.45	
TOTAL		\$763.45	

Appendix D

Stikeman Elliott

Stikeman Elliott LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, ON Canada M5L 1B9

Main: 416 869 5500
Fax: 416 947 0866
www.stikeman.com

GST / HST No. 1214111360001
QST No. 1018978624

Account

May 5, 2021

File No. 1211281018
Invoice No. 5894185

Ernst & Young Inc.
RBC Waterside Centre
1871 Hollis Street, Suite 500
Halifax, NS B3J 0C3

Attention: George C. Kinsman

For Professional Services Rendered in connection with Northern Pulp Nova Scotia Corporation for the period up to April 30, 2021.

Time Summary

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Apr 5, 2021	D. Crimeni	1.75	Compile information re CCAA fees application and activities approval motions; send email to E. Pillon with materials;
Apr 5, 2021	E. Pillon	0.25	Review emails from Monitor;
Apr 6, 2021	D. Crimeni	1.20	Emails to/from E. Pillon and A. Sevigny re motion materials;
Apr 6, 2021	E. Pillon	0.67	Conference call with McCarthys re upcoming motion;
Apr 8, 2021	D. Crimeni	4.17	Draft application for approval of Monitors fees and order; send same to E. Pillon for review;
Apr 8, 2021	E. Pillon	0.33	Emails with Monitor re milestones and upcoming motion;
Apr 11, 2021	D. Crimeni	1.42	Review comments from E. Pillon on draft materials and revise; revise law on application;
Apr 11, 2021	E. Pillon	2.00	Review updates; review Northern Pulp fees application and revise; review and comment on Sixth Report;
Apr 12, 2021	D. Crimeni	0.70	Revise application materials;
Apr 12, 2021	E. Pillon	2.00	Review and comment on draft Chapman affidavit; emails with Monitor re same; emails re Sixth Report; revise and circulate application re fees request;
Apr 13, 2021	E. Pillon	1.33	Review revised affidavit; emails re same; emails re Report; revise fee application materials; emails re

Stikeman Elliott

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Apr 14, 2021	D. Crimeni	1.17	activities and fees approval application; Emails to/from E. Pillon re filing of the Sixth Monitor's Report and application materials; email coordinating filing, if required; emails to/from E. Pillon and H. Palmer re steps to virtually commission affidavit and timing;
Apr 14, 2021	E. Pillon	1.50	Finalize affidavits and fee application materials; review and comment on revised Sixth Report; emails with Ernst & Young re same;
Apr 15, 2021	D. Crimeni	1.37	Finalize H. Palmer's affidavit; meeting with H. Palmer to commission affidavit; emails to/from E. Pillon re timing of filing of Report and application materials;
Apr 15, 2021	E. Pillon	2.00	Review revised Report; conference call with H. Palmer and G. Kinsman re same; emails with province;
Apr 16, 2021	E. Pillon	0.50	Emails re provincial response in media; emails with province re upcoming motion; review ELC email;
Apr 17, 2021	E. Pillon	0.75	Emails with Ernst & Young re revised Report; review revised Report; emails with province re upcoming motion;
Apr 19, 2021	D. Crimeni	1.62	Finalize application materials: file same;
Apr 19, 2021	E. Pillon	0.75	Finalize application materials for fee application; review comments on Monitor's Report; emails re province's communications;
Apr 20, 2021	D. Crimeni	1.85	Emails to/from E. Pillon re application materials; file application record; serve service list;
Apr 20, 2021	E. Pillon	2.00	Emails/finalize Monitor's Report, Monitor's application re fees and activities; review province's responding materials;
Apr 21, 2021	E. Pillon	4.50	Prepare for hearing; telephone call with province; telephone call with province/Monitor; various telephone calls/emails with McCarthys, Monitor re upcoming hearing; emails re lease disclaimers;
Apr 22, 2021	E. Pillon	4.50	Prepare for and participate in motion re stay extension and activities and fees application; emails with Monitor re same;
Apr 27, 2021	D. Crimeni	0.20	Serve activities and fee approval order on service list;
Apr 27, 2021	E. Pillon	0.25	Emails with Monitor;
Apr 28, 2021	E. Pillon	0.50	Telephone call with S. Choo; update Monitor;

Stikeman Elliott

Fee Summary

Professional Services	CA \$30,330.75
BCPST @ 7.0%	621.86
HST @ 15.0%	4,549.61
Total Professional Services and Taxes	CA \$35,502.22

Charges Summary

<u>Description</u>	<u>Total</u>
Photocopies	24.60
HST @ 15.0%	3.69
Total Charges and Taxes	CA \$28.29

Disbursements Summary

<u>Description</u>	<u>Total</u>
Agents' Fees N/T	\$7.00
Agents' Fees	\$20.81
Telephone	\$3.56
HST @ 15.0%	\$3.65
Total Disbursements and Taxes	CA \$35.02

Account Summary

Invoice No. 5894185
File No. 1211281018
Re: Northern Pulp Nova Scotia Corporation

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	30,330.75	0.00	\$30,330.75
BCPST @ 7.0%			621.86
HST @ 15.0%			4,549.61
Charges	24.60	0.00	24.60
HST @ 15.0%			3.69
Disbursements	24.37	7.00	31.37
HST @ 15.0%			3.65
Amount Due			<u>CA \$35,565.53</u>

Stikeman Elliott

Stikeman Elliott LLP



Elizabeth Pillon

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Disbursements and charges may not have been posted at the date of this account.
Please quote our File number and/or Invoice number 121128.1018/5894185 when making payment.

Payment can be wired as follows:

Canadian Dollars		US Dollars	
Bank CIBC, 199 Bay Street, Commerce Court West, Main Branch, Toronto M5L 1G9		Bank CIBC, 199 Bay Street, Commerce Court West, Main Branch, Toronto M5L 1G9	
Bank # 0010	Transit # 00002	Bank # 0010	Transit # 00002
Swift Code CIBCCATT		Swift Code CIBCCATT	
Beneficiary Stikeman Elliott LLP 5300, Commerce Court West, 199 Bay Street Toronto, Ontario M5L 1B9	Account # 87-12816	Beneficiary Stikeman Elliott LLP 5300, Commerce Court West, 199 Bay Street Toronto, Ontario M5L 1B9	Account # 04-92019

Please include client number on transfer documents.

If you require further information, please contact our Client Accounts co-ordinators Michael Scott at 416-869-7728 or Cheryl Palmer at 416-869-7055, or by email at TORAccountsReceivable@stikeman.com.

Stikeman Elliott

Stikeman Elliott LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, ON Canada M5L 1B9

Main: 416 869 5500
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www.stikeman.com

GST / HST No. 1214111360001
QST No. 1018978624

Account

June 4, 2021

File No. 1211281018
Invoice No. 5902025

Ernst & Young Inc.
RBC Waterside Centre
1871 Hollis Street, Suite 500
Halifax, NS B3J 0C3

Attention: George C. Kinsman

For Professional Services Rendered in connection with Northern Pulp Nova Scotia Corporation for the period up to May 31, 2021.

Time Summary

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
May 3, 2021	E. Pillon	0.17	Review update from Monitor;
May 5, 2021	E. Pillon	0.25	Emails re environment assessment process and status update;
May 7, 2021	E. Pillon	0.33	Review financial update and Gantt update;
May 13, 2021	E. Pillon	0.25	Review update;
May 14, 2021	E. Pillon	0.25	Review update re judicial review;
May 23, 2021	E. Pillon	1.00	Review emails from Monitor; review memo;

Fee Summary

Professional Services	CA \$2,025.00
HST @ 15.0%	303.75
Total Professional Services and Taxes	CA \$2,328.75

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Disbursements Summary

<u>Description</u>	<u>Total</u>
Filing Fees - N/T	\$80.00
Total Disbursements and Taxes	CA \$80.00

Account Summary

Invoice No. 5902025
File No. 1211281018
Re: Northern Pulp Nova Scotia Corporation

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	2,025.00	0.00	\$2,025.00
HST @ 15.0%			303.75
Disbursements	0.00	80.00	80.00
Amount Due			<u>CA \$2,408.75</u>

Stikeman Elliott LLP



Elizabeth Pillon

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Please quote our File number and/or Invoice number 121128.1018/5902025 when making payment.
Payment can be wired as follows:

<u>Canadian Dollars</u>		<u>US Dollars</u>	
Bank CIBC, 199 Bay Street, Commerce Court West, Main Branch, Toronto M5L 1G9		Bank CIBC, 199 Bay Street, Commerce Court West, Main Branch, Toronto M5L 1G9	
Bank # 0010	Transit # 00002	Bank # 0010	Transit # 00002
Swift Code CIBCCATT		Swift Code CIBCCATT	
Beneficiary Stikeman Elliott LLP 5300, Commerce Court West, 199 Bay Street Toronto, Ontario M5L 1B9	Account # 87-12816	Beneficiary Stikeman Elliott LLP 5300, Commerce Court West, 199 Bay Street Toronto, Ontario M5L 1B9	Account # 04-92019

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www.stikeman.com

GST / HST No. 1214111360001
QST No. 1018978624

Account

September 9, 2021

File No. 1211281018
Invoice No. 5923555

Ernst & Young Inc.
RBC Waterside Centre
1871 Hollis Street, Suite 500
Halifax, NS B3J 0C3

Attention: George C. Kinsman

For Professional Services Rendered in connection with Northern Pulp Nova Scotia Corporation for the period up to August 31, 2021.

Time Summary

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Jul 8, 2021	E. Pillon	0.25	Telephone call with G. Kinsman;
Jul 14, 2021	E. Pillon	0.25	Review update from Monitor;
Jul 15, 2021	E. Pillon	0.33	Emails re update on environmental assessment process; emails with Monitor;
Jul 16, 2021	E. Pillon	0.50	Conference call with G. Kinsman / H. Palmer; email McCarthy;
Jul 19, 2021	E. Pillon	0.50	Prepare for and participate in call with debtor re EA classification and status update; update Monitor;
Jul 21, 2021	E. Pillon	0.25	Review information re EA process; update team;
Aug 3, 2021	E. Pillon	0.33	Telephone call with W. MacLeod; email Monitor;
Aug 4, 2021	E. Pillon	1.50	Telephone call with Ernst & Young re status update and discussions re upcoming Report; review updated EA schedule; update team;
Aug 6, 2021	E. Pillon	0.33	Emails re upcoming Report;
Aug 9, 2021	E. Pillon	1.00	Telephone call with Province / Monitor; emails with J. Roberts; review email correspondence;
Aug 10, 2021	E. Pillon	1.25	Telephone call with J. Roberts; update Monitor; emails with Monitor re Report; telephone call with G. Kinsman;
Aug 18, 2021	E. Pillon	0.25	Telephone call with G. Kinsman; emails with K. Brennan;
Aug 20, 2021	E. Pillon	0.25	Telephone call with K. Brennan;
Aug 23, 2021	E. Pillon	0.83	Telephone call with M. Chiasson / R. Grant;

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Aug 24, 2021	E. Pillon	1.67	Telephone call with G. Kinsman; email Ernst & Young; conference call with Ernst & Young;
Aug 25, 2021	E. Pillon	1.00	Prepare proposed outline re next steps; circulate to Monitor team; review update from Monitor;
Aug 26, 2021	E. Pillon	1.50	Review Ernst & Young comments; revise and circulate Northern Pulp next steps outline;
Aug 27, 2021	E. Pillon	1.00	Telephone call with W. MacLeod; circulate outline of next steps; review letter from Northern Pulp; update Stikemans team;

Fee Summary

Professional Services	CA \$11,691.00
HST @ 15.0%	1,753.65
Total Professional Services and Taxes	CA \$13,444.65

Account Summary

Invoice No. 5923555
File No. 1211281018
Re: Northern Pulp Nova Scotia Corporation

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	11,691.00	0.00	\$11,691.00
HST @ 15.0%			1,753.65
Amount Due			<u>CA \$13,444.65</u>

Stikeman Elliott LLP



Elizabeth Pillon

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Please quote our File number and/or Invoice number 121128.1018/5923555 when making payment.

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Payment can be wired as follows:

Canadian Dollars		US Dollars	
Bank CIBC, 199 Bay Street, Commerce Court West, Main Branch, Toronto M5L 1G9		Bank CIBC, 199 Bay Street, Commerce Court West, Main Branch, Toronto M5L 1G9	
Bank # 0010	Transit # 00002	Bank # 0010	Transit # 00002
Swift Code CIBCCATT		Swift Code CIBCCATT	
Beneficiary Stikeman Elliott LLP 5300, Commerce Court West, 199 Bay Street Toronto, Ontario M5L 1B9	Account # 87-12816	Beneficiary Stikeman Elliott LLP 5300, Commerce Court West, 199 Bay Street Toronto, Ontario M5L 1B9	Account # 04-92019

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GST / HST No. 1214111360001
QST No. 1018978624

Account

October 12, 2021

File No. 1211281018
Invoice No. 5930007

Ernst & Young Inc.
RBC Waterside Centre
1871 Hollis Street, Suite 500
Halifax, NS B3J 0C3

Attention: George C. Kinsman

For Professional Services Rendered in connection with Northern Pulp Nova Scotia Corporation for the period up to September 30, 2021.

Time Summary

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Sep 1, 2021	E. Pillon	2.00	Review comments from Northern Pulp; emails with Monitor re same; telephone call with W. MacLeod; revise and circulate next steps outline to Ernst & Young and Northern Pulp;
Sep 2, 2021	E. Pillon	0.25	Emails re outline re next steps;
Sep 7, 2021	E. Pillon	2.00	Telephone call with J. Roberts / W. MacLeod / H. Palmer; telephone call with G. Kinsman; revise and circulate Northern Pulp outline document;
Sep 9, 2021	E. Pillon	0.50	Emails with Province / Ernst & Young / Northern Pulp re next steps outline; telephone call with A. Taylor re update;
Sep 9, 2021	A.J. Taylor	0.17	Telephone call with L. Pillon re status;
Sep 14, 2021	E. Pillon	2.00	Review draft Report and comment; telephone call with G. Kinsman; review Sixth Report;
Sep 16, 2021	E. Pillon	0.25	Emails re Report;
Sep 17, 2021	E. Pillon	1.00	Review and revise Seventh Report; various emails re same; review email update from Monitor;
Sep 20, 2021	L. Nicholson	0.33	Review draft Report;
Sep 20, 2021	E. Pillon	0.50	Review and comment on updated Seventh Report; emails with Monitor re same;
Sep 21, 2021	E. Pillon	0.33	Review comments on Report; various emails with Ernst & Young re same;
Sep 22, 2021	D. Crimeni	0.75	Emails to/from E. Pillon re filing the Monitor's Report;

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Sep 22, 2021	E. Pillon	1.00	organize the filing of Monitor's Report and provide a copy to the registry;
Sep 23, 2021	E. Pillon	1.50	Review and finalize Report and serve and file with Court; emails with Ernst & Young re same; emails re indemnity claim;
Sep 24, 2021	E. Pillon	1.50	Telephone call with Province / R. Grant / M. Chiasson; review letter from Province; telephone call with G. Kinsman; emails with Monitor;
Sep 24, 2021	L. Nicholson	0.10	Review letter from Province;
Sep 24, 2021	E. Pillon	1.50	Conference call with Ernst & Young; telephone call with J. Roberts; emails with Monitor;
Sep 27, 2021	E. Pillon	0.33	Emails re meeting with Province;
Sep 27, 2021	A.J. Taylor	0.50	All emails re litigation funding; review emails re status of negotiations with Province;
Sep 28, 2021	E. Pillon	1.00	Conference call with Monitor/Province;
Sep 29, 2021	E. Pillon	2.50	Conference call with Stikemans re litigation financing; conference call with Stikemans / Ernst & Young; telephone call with J. Roberts;
Sep 29, 2021	A.J. Taylor	1.00	Conference call re litigation funding;
Sep 30, 2021	N. Avis	0.20	Research re: litigation financing; emails with L. Pillon;
Sep 30, 2021	E. Pillon	2.00	Telephone call with McCarthys; review DIP motion and litigation financing; update team;
Sep 30, 2021	A.J. Taylor	0.50	Emails re extension motion and DIP; emails re litigation funding;

Fee Summary

Professional Services	CA \$19,550.55
BCPST @ 7.0%	30.19
HST @ 15.0%	2,932.59
Total Professional Services and Taxes	CA \$22,513.33

Charges Summary

<u>Description</u>	<u>Total</u>
Photocopies	100.00
HST @ 15.0%	15.00
Total Charges and Taxes	CA \$115.00

Stikeman Elliott

Disbursements Summary

<u>Description</u>	<u>Total</u>
Telephone	\$0.94
HST @ 15.0%	\$0.14
Total Disbursements and Taxes	CA \$1.08

Account Summary

Invoice No. 5930007
File No. 1211281018
Re: Northern Pulp Nova Scotia Corporation

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	19,550.55	0.00	\$19,550.55
BCPST @ 7.0%			30.19
HST @ 15.0%			2,932.59
Charges	100.00	0.00	100.00
HST @ 15.0%			15.00
Disbursements	0.94	0.00	0.94
HST @ 15.0%			0.14
Amount Due			<u>CA \$22,629.41</u>

Stikeman Elliott LLP



Elizabeth Pillon

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Stikeman Elliott

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Canadian Dollars		US Dollars	
Bank CIBC, 199 Bay Street, Commerce Court West, Main Branch, Toronto M5L 1G9		Bank CIBC, 199 Bay Street, Commerce Court West, Main Branch, Toronto M5L 1G9	
Bank # 0010	Transit # 00002	Bank # 0010	Transit # 00002
Swift Code CIBCCATT		Swift Code CIBCCATT	
Beneficiary Stikeman Elliott LLP 5300, Commerce Court West, 199 Bay Street Toronto, Ontario M5L 1B9	Account # 87-12816	Beneficiary Stikeman Elliott LLP 5300, Commerce Court West, 199 Bay Street Toronto, Ontario M5L 1B9	Account # 04-92019

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