

COURT FILE NUMBER 1501-00955

COURT COURT OF QUEEN'S BENCH  
OF ALBERTA

IN BANKRUPTCY AND INSOLVENCY CALGARY, ALBERTA

JUDICIAL CENTRE CALGARY

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

APPLICANTS LUTHERAN CHURCH – CANADA, THE ALBERTA  
– BRITISH COLUMBIA DISTRICT, ENCHARIS  
COMMUNITY HOUSING AND SERVICES,  
ENCHARIS MANAGEMENT AND SUPPORT  
SERVICES, AND LUTHERAN CHURCH –  
CANADA, THE ALBERTA – BRITISH COLUMBIA  
DISTRICT INVESTMENTS LTD.

DOCUMENT **AMENDED APPLICATION BY THE APPLICANTS**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT Bishop & McKenzie LLP  
Barristers & Solicitors  
1700-530-8<sup>th</sup> Avenue SW  
Calgary, Alberta T2P 3S8

Attention: Francis N.J. Taman /Ksena J. Court

Telephone: 403-237-5550  
Fax: 403-263-3423

File: 103,007-003

**NOTICE TO RESPONDENT(S)**

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the judge.

To do so, you must be in Court when the application is heard as shown below:

Date: WEDNESDAY, APRIL 27, 2016 – Commercial List  
Time: 11:00 a.m.  
Where: Calgary Courts Centre, 601 - 5<sup>th</sup> Street SW, Calgary, Alberta  
Before Whom: The Honourable Justice B.E.C Romaine in Chambers

Go to the end of this document to see what else you can do and when you must do it.

### Remedy claimed or sought:

1. An Order substantially in the form attached as **Schedule "A"**:
  - (a) declaring service of notice of this application and the supporting materials to be good and sufficient, and shortening the time for service, if necessary;
  - (b) granting an extension to the Stay Period in these proceedings under the provisions of the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended ("*CCAA*") from the current expiry date of April 29, 2016 to June 30, 2016;
  - (c) authorizing Lutheran Church – Canada, The Alberta – British Columbia District Investments Ltd. ("DIL") to transfer funds from the DIL Depositors' current RRSP, RRIF, LIRA, LIF and TFSA accounts to the new RRSP, RRIF, LIRA, LIF and TFSA accounts (collectively the "New Registered Accounts") previously established or to be established for the DIL Depositors with Great-West Life Assurance Company ("GWL"), or, with respect to certain RRIF and LIF accounts, to another service provider chosen by the DIL Depositor;
2. An Order substantially in the form attached as **Schedule "B"** amending the Order (POP Village Vesting Order) granted by Justice K.D. Yamauchi on January 20, 2016;
3. such further and other relief as this Honourable Court may allow.

### Grounds for making this application:

4. The Initial Order granted, among other things, a stay of all proceedings against the Applicants during the Stay Period in order to permit the Applicants to take certain steps in furtherance of their restructuring. By subsequent Orders of the Court, the stay of proceedings was extended to April 29, 2016.
5. Since the Initial Order, the Applicants have moved as quickly as circumstances have permitted to stabilize their operations, communicate with their stakeholders, and develop plans of compromise and arrangement to enable the Applicants to emerge from these proceedings.
6. An extension of the Stay Period to June 30, 2016 is necessary to implement the relief sought above and allow the Applicants to continue to stabilize their operations, communicate with their stakeholders, and further advance viable plans of compromise and arrangement to enable the Applicants to emerge from these proceedings for the

benefit of all stakeholders. It will also enable the District meeting of creditors to occur on May 14, 2016, and allow the Applicants time to continue the orderly liquidation of the assets contemplated in the restructuring.

7. DIL wishes to transfer up to \$7.5 million (the "DIL Transfer Funds") to GWL or to an alternate service provider as requested by the respective DIL Depositor (the "Alternate Service Provider"), to be held as trustee for the DIL Depositors.
8. The DIL Transfer Funds are beneficially owned by the DIL Depositors.
9. As part of the DIL Plan of Compromise and Arrangement (the "DIL Plan"), New Registered Accounts were or are being established with GWL for each of the DIL Depositors and funds to be paid to the DIL Depositors pursuant to the DIL Plan are to be deposited to the New Registered Accounts. All of the RRIF and LIF account holders were permitted to open New Registered Accounts with different service providers as per the Order (Authorize Payments, Amend Order) granted by Justice G.A. Campbell on November 5, 2015.
10. On March 9, 2016, the decision respecting the Applicants' application to have the DIL Plan sanctioned was adjourned by the Court to the date upon which the sanctioning of the Plan of Compromise and Arrangement of Lutheran Church – Canada, the Alberta – British Columbia District is heard, which date has yet to be scheduled.
11. Because the DIL Transfer Funds are beneficially owned by the DIL Depositors, it is reasonable for a portion of the DIL Transfer Funds to be transferred immediately to the New Registered Accounts on a pro-rata basis.
12. On January 20, 2016, the Honourable Justice K.D. Yamauchi granted an Order (POP Village Vesting Order) which permitted the POP Village Units, as defined in that Order, to be transferred. Notwithstanding the terms of the Order, the Land Titles Office is refusing to transfer the POP Village Units as requested.
13. The Applicants continue to work closely with the Monitor and the Monitor approves of the proposed relief and supports this application.
14. The Applicants are working in good faith and with due diligence in these proceedings and believe it is within the best interest of the Applicants and all stakeholders to continue in these proceedings as outlined above.

**Material or evidence to be relied on:**

15. Affidavit of Cameron Sherban sworn April 20, 2016;
16. Supplemental Affidavit of Cameron Sherban, sworn April 25, 2016;
17. Monitor's Eighteenth Report;
18. Management's Report on Cash Flow filed March 17, 2016;
19. the pleadings and other materials filed herein; and
20. such other and further material as counsel may advise and this Honourable Court may permit.

**Applicable rules:**

Part 6 Division 1, Rule 13.5, Part 6 Division 4

**Applicable Acts and regulations:**

*Companies' Creditors Arrangement Act, R.S.C. 1985, c. C-36, as amended*

**Any irregularity complained of or objection relied on:**

None

**How the application is proposed to be heard or considered:**

In person

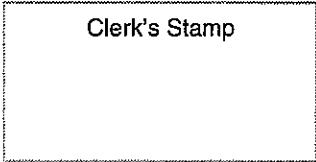
**WARNING**

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.

A person may make an application for an order restricting publication only if a judge has authority to make such an order under an enactment or at common law.

**SCHEDULE "A"**

COURT FILE NUMBER 1501-00955  
COURT COURT OF QUEEN'S BENCH  
OF ALBERTA  
IN BANKRUPTCY AND INSOLVENCY  
JUDICIAL CENTRE CALGARY



IN THE MATTER OF THE *COMPANIES'*  
*CREDITORS ARRANGEMENT ACT,*  
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APPLICANTS LUTHERAN CHURCH – CANADA, THE  
ALBERTA – BRITISH COLUMBIA DISTRICT,  
ENCHARIS COMMUNITY HOUSING AND  
SERVICES, ENCHARIS MANAGEMENT AND  
SUPPORT SERVICES, AND LUTHERAN  
CHURCH – CANADA, THE ALBERTA – BRITISH  
COLUMBIA DISTRICT INVESTMENTS LTD.

DOCUMENT **ORDER**  
**(Extend Stay, Authorize Payment)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT Bishop & McKenzie LLP  
Barristers & Solicitors  
1700, 530 - 8<sup>th</sup> Avenue SW  
Calgary, Alberta T2P 3S8

Attention: Francis N. J. Taman / Ksenia J. Court

Telephone: 403-237-5550  
Fax: 403-243-3623

File No.: 103,007-003

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**DATE ON WHICH ORDER WAS PRONOUNCED:** WEDNESDAY, APRIL 27, 2016  
**LOCATION WHERE ORDER WAS PRONOUNCED:** CALGARY, ALBERTA  
**NAME OF JUSTICE WHO MADE THIS ORDER:** JUSTICE B.E.C. ROMAINE

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**UPON THE APPLICATION** of Lutheran Church – Canada, the Alberta – British Columbia District (the “District”), EnCharis Community Housing and Services (“ECHS”), EnCharis Management and Support Services (“EMSS”), and Lutheran Church – Canada, the Alberta – British Columbia District Investments Ltd. (“DIL”) (collectively the “Applicants”); **AND UPON HAVING READ** the Application, the Affidavit of Cameron Sherban; **AND UPON READING** the Reports of the Monitor; **AND UPON HEARING** counsel for the Applicants, counsel for the Monitor, counsel for the District Creditors’ Committee, counsel for the DIL Creditors’ Committee, and other interested parties;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

**SERVICE**

1. Service of notice of the application for this Order, and all supporting materials, as set out in the Affidavit of Charlene Everett respecting the Application filed April 20, 2016 and the Amended Application, filed April 25, 2016 is good and sufficient, and the time for notice hereof is shortened to the time actually given.
2. All capitalized terms not otherwise defined in this Order shall have the meaning ascribed to them in the Initial Order granted by the Honourable Justice K.D. Yamauchi in this Action dated January 23, 2015 (the “Initial Order”).

**EXTENSION OF STAY**

3. The Stay Period as defined in the Initial Order is hereby extended up to and including June 30, 2016.

**TRANSFER OF FUNDS TO DIL DEPOSITORS**

4. DIL is hereby authorized to transfer to Great-West Life Assurance Company (“GWL”) up to the sum of \$7.5 million (the “DIL Transfer Funds”). Notwithstanding the foregoing, if a RRIF or LIF account is established for a DIL Depositor with an alternate service provider (“Alternate Service Provider”) pursuant to the Order (Authorize Payments, Amend Order) granted by Justice G.A. Campbell on November 5, 2015, then for that DIL Depositor, DIL is authorized to transfer that Individual’s Pro-Rata Share to the new registered account established with that Alternate Service Provider.
5. For those individual DIL Depositors’ whose claim has been admitted in the claims process set out in the Order granted on February 20, 2015, the Monitor shall calculate an amount for the said individual DIL Depositor (the “Individual’s Pro-rata Share”) and shall advise GWL and/or DIL of the Individual’s Pro-rata Share. GWL and/or DIL shall transfer the Individual’s Pro-rata Share from the DIL Transfer Funds to the registered account held by GWL for the individual DIL Depositor or to the Alternate Service Provider, as the case may be.
6. The Individual’s Pro-rata Share shall be calculated as:

((DIL Depositor's claim / total Proven Claims) x (DIL Transfer Funds + total amount received by all DIL Depositors from the Emergency Funds + total amount received by all DIL Depositors as RRIF or LIF Minimum Payments)) – any amount the DIL Depositor has received from the Emergency Fund – any amount the DIL Depositor has received as an interim distribution.

7. As of the date of the transfer of the DIL Transfer Funds (the "Transfer Date"), and upon such transfer completing, all obligations of Concentra Trust as the trustee of the DIL Transfer Funds shall terminate. For greater clarification, this Order shall not act as a release of any obligations that Concentra Trust had as trustee of the DIL Transfer Funds prior to the Transfer Date.

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Justice of the Court of Queen's Bench of Alberta