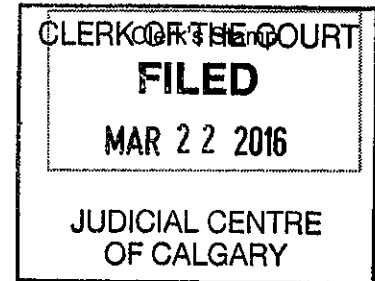


COURT FILE NUMBER 1501-00955
COURT COURT OF QUEEN'S BENCH
OF ALBERTA
IN BANKRUPTCY AND INSOLVENCY
JUDICIAL CENTRE CALGARY



IN THE MATTER OF THE *COMPANIES'*
CREDITORS ARRANGEMENT ACT,
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 **ORDER**
(District Creditors' Meeting)

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

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

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

File No.: 103,007-003

DATE ON WHICH ORDER WAS PRONOUNCED: MONDAY, MARCH 21, 2016
LOCATION WHERE ORDER WAS PRONOUNCED: CALGARY, ALBERTA
NAME OF JUSTICE WHO MADE THIS ORDER: JUSTICE B.E.C. ROMAINE

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 Affidavits of Cameron Sherban; **AND UPON READING** the Reports of the Monitor; **AND UPON HAVING READ** the terms and provisions of

the Plan of Compromise and Arrangement, dated February 12, 2016, as attached as Exhibit "C" to the Affidavit of Cameron Sherban, sworn February 16, 2016, as amended and attached as Exhibit "A" to the Affidavit of Cameron Sherban, filed March 14, 2016 (the "District Plan"); **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 Affidavits of Charlene Everett respecting the Application filed February 16, 2016 which was set back down on the Commercial List by letter dated March 7, 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") or in the District Plan. If a term appears in this Order which is defined in both the Initial Order and the District Plan, the definition in the District Plan shall govern.

FILING OF THE PLAN

3. The District is hereby authorized and directed to file the District Plan, to present the District Plan to the Eligible Affected Creditors (the "District Eligible Affected Creditors") for their consideration in accordance with the terms of this Order (the "District Meeting Order") and to seek approval of the District Plan in the manner set forth herein.

4. The District is hereby authorized, with the consent of the Monitor or as otherwise ordered by the Court, to vary, amend, modify or supplement the District Plan by way of a supplementary or amended and restated plan or plans of compromise or arrangement (an "Amended Plan"):

- (a) at any time prior to the meeting of the District Eligible Affected Creditors (the "District Creditors' Meeting"), provided that the District or the Monitor, as applicable, (i) files the Amended Plan with this Court, (ii) posts the Amended Plan on the Monitor's website, and (iii) serves the Amended Plan on the Service List attached to this Order;
- (b) at any time during the District Creditors' Meeting, provided that oral notice of any such variation, amendment, modification or supplement is given to all District

Eligible Affected Creditors present in person or by Proxy (and in such case, notice given to the District Eligible Affected Creditor's proxyholder shall be sufficient) at the District Creditors' Meeting prior to the vote being taken at the District Creditors' Meeting, in which case any such variation, amendment, modification or supplement shall be deemed to be part of and incorporated into the District Plan, and such Amended Plan shall be promptly posted on the Monitor's website and filed with the Court as soon as practicable following the District Creditors' Meeting; and

- (c) at any time and from time to time after the District Creditors' Meeting (both prior to and subsequent to the Sanction Order, if granted), with approval of this Court and any District Eligible Affected Creditors adversely affected by such amendment,

provided that, however, any such amendment, modification or supplement may be made unilaterally by the District, before or after the Sanction Order, with the approval of the Monitor, if such amendment, modification or supplement is of an administrative nature that is not adverse to the financial or economic interests of any of the District Affected Creditors under the District Plan and is necessary in order to give better effect to the substance or implementation of the District Plan or the Sanction Order.

CLASSIFICATION OF CREDITORS

5. For the purposes of considering and voting on the District Plan and receiving distributions thereunder, the District Eligible Affected Creditors shall constitute a single class under the District Plan.

NOTICE OF CREDITORS' MEETING AND INFORMATION PACKAGE

6. The form of notice to Creditors of the District Creditors' Meeting (the "District Notice of Creditors' Meeting") and the form of Proxy to be used by Eligible Affected Creditors (the "Proxy") in substantially the forms attached to this District Meeting Order as **Schedule "1" and "2"**, respectively, are hereby approved.

7. The District Notice of Creditors' Meeting shall include a specification of the website address where each District Eligible Affected Creditor will be able to access and retrieve copies of the following documents (collectively, the "Information Package"):

- (a) the District Plan;
- (b) this District Meeting Order;

- (c) a copy of the Monitor's Report;
- (d) the District Notice of Creditors' Meeting;
- (e) the Proxy;
- (f) the Election Letter;
- (g) the Notice of Opting Out; and
- (h) Minors' form, if applicable.

8. The Monitor shall send a copy of the Information Package as soon as practicable, and in any event not later than April 8, 2016, to each District Eligible Affected Creditor by regular mail to the last known address for such District Eligible Affected Creditor specified by such District Eligible Affected Creditor in their proof of claim or otherwise provided to the Monitor.

9. The Chair (as defined in paragraph 14 of this District Meeting Order) be and is hereby authorized to accept and rely upon Proxies substantially in the form attached as **Schedule "2"** and Election Letters substantially in the form attached as **Schedule "3"** hereto. Notwithstanding paragraphs 6 to 8 hereof, the Monitor may from time to time, make such minor changes to the Information Package as the Monitor, in consultation with the District, considers necessary or desirable to conform the content thereof to the terms of the District Plan or this District Meeting Order, or to describe the District Plan.

10. The Monitor shall cause a copy of the Information Package to be posted on the Monitor's website at www.insolvencies.deloitte.ca no later than March 28, 2016 and in the case of any amendments made thereto in accordance with paragraphs 4 or 9 hereof, as soon as practicable after such amendments are made.

11. The Monitor shall send by regular mail, facsimile, courier or email as soon as practicable following a request therefore, a copy of the Information Package to each District Eligible Affected Creditor who, no later than two business days prior the District Creditors' Meeting (or any adjournment thereof), makes a written request for it.

PUBLICATION OF NEWSPAPER NOTICE

12. As soon as practicable and no later than March 28, 2016, a newspaper notice of the District Creditors' Meeting, in substantially the form attached as **Schedule "4"** to this District Meeting Order (the "Newspaper Notice"), shall be published once by the Monitor in the Globe and Mail National Edition.

NOTICE SUFFICIENT

13. The publication of the Newspaper Notice, the sending of the Information Package to the District Eligible Affected Creditors and the posting of the Information Package on the Monitor's website, in the manner set out in paragraphs 6 through 12, as applicable, shall constitute good and sufficient service of this District Meeting Order, the District Plan and the District Notice of Creditors' Meeting on all persons who are entitled to receive notice thereof in these proceedings, who wish to be present in person or by Proxy at the District Creditors' Meeting or in these proceedings, or who wish to vote by way of the Election Letter and no other form of notice or service need be made on such persons and no other document or material need be served on such persons in respect of the District Creditors' Meeting or these proceedings. Service shall be effective, in the case of regular mailing, three Business Days after the date of mailing, in the case of service by courier, on the day after the courier was sent, and in the case of service by fax or email, on the day after the fax or email was transmitted, unless such day is not a Business Day, or the fax or email transmission was made after 5:00 p.m. (Calgary time), in which case, service shall be deemed effective on the next Business Day.

CREDITORS' MEETING

14. A representative of the Monitor shall preside as the chair of the District Creditors' Meeting (the "Chair") and shall decide all matters relating to the rules and procedures at, and the conduct of, the District Creditors' Meeting in accordance with the terms of the District Plan, this District Creditors' Meeting Order and further Orders of this Court. The Chair may adjourn the District Creditors' Meeting at his/her discretion.

15. The District Creditors' Meeting shall not be recorded by any audio or video recording device. Minutes of the District Creditors' Meeting shall be taken by the Monitor.

16. The District shall call, hold and conduct the District Creditors' Meeting on May 14, 2016 at Macleod Hall, Telus Convention Centre, 120-9th Avenue S.W., Calgary, Alberta at 10:00 am (Calgary time) (the "Meeting Date"), or as adjourned to such places and times as the Chair may determine, for the purposes of the District Eligible Affected Creditors considering and voting on the District Plan and transacting such other business as may be properly brought before the District Creditors' Meeting.

ATTENDANCE AT CREDITORS' MEETING

17. The only persons entitled to notice of, attend or speak at the District Creditors' Meeting are the District Eligible Affected Creditors (or their representative proxyholders), the District directors, the Monitor, the Applicants' legal counsel, the Monitor's legal counsel, members of the

Creditors' Committees, the legal counsel for the Creditors' Committees, the Chair, Scrutineers and the Secretary (as defined below). Any other person may be admitted to the District Creditors' Meeting only by invitation of the Chair.

18. A District Eligible Affected Creditor that is not an individual may only attend and vote at the District Creditors' Meeting if it has appointed a proxyholder to attend and act on its behalf at the District Creditors' Meeting.

VOTING AT THE CREDITORS' MEETING

19. Any creditor holding a claim that has not been filed or asserted in accordance with the Claims Process Order granted by this Court on February 20, 2015 (the "Claims Process Order"), or that has filed a claim that has been disallowed and for which the appeal period has expired with no appeal, will not be entitled to vote on the District Plan at the District Creditors' Meeting or by Election Letter in respect of its claim.

20. No person shall be entitled to vote on the District Plan in respect of a claim that is an Unaffected Claim, as that term is defined in the District Plan.

21. The only persons entitled to vote at the District Creditors' Meeting in person or by Proxy, or by Election Letter are the District Eligible Affected Creditors.

22. For the purposes of voting on the District Plan, all District Eligible Affected Creditors shall be entitled to vote on the proof of claim (as may have been amended) filed in respect of their Affected Claim pursuant to the Claims Process Order, but for the purposes of receiving distributions under the District Plan, any claim that is not yet a Proven Claim shall remain subject to further review and final acceptance by the Monitor, and may be determined, in whole or in part, to be a Disputed Claim.

23. The quorum required at the District Creditors' Meeting shall be any two District Eligible Affected Creditors present in person or by Proxy at the District Creditors' Meeting.

24. If:

- (a) the requisite quorum is not present at the District Creditors' Meeting;
- (b) the District Creditors' Meeting is postponed by a vote of the majority in value of the claims of the District Eligible Affected Creditors present in person or by Proxy; or
- (c) the Chair otherwise decides to adjourn the District Creditors' Meeting

then the District Creditors' Meeting shall be adjourned to such date, time and place as may be designated by the Chair. The announcement of the adjournment by the Chair, the posting of notice of such adjournment on the Monitor's website and written notice thereof to the District Eligible Affected Creditors shall constitute sufficient notice of the adjournment and the District and the Monitor shall have no obligation to give further notice to any person of the adjourned District Creditors' Meeting.

25. Every question submitted to the District Creditors' Meeting, except to approve the District Plan resolution, any amendment to or in respect of the District Plan made by the District or an adjournment of the District Creditors' Meeting, will be decided by a majority of votes given on a show of hands or, if by confidential written ballot at the discretion of the Chair, by a simple majority in number of the District Eligible Affected Creditors.

26. At the District Creditors' Meeting, the Chair shall direct a vote by the District Eligible Affected Creditors on the resolution substantially in the form attached hereto as **Schedule "5"** to approve the District Plan (the "Resolution") by way of written ballot.

27. If the Resolution is approved in accordance with the terms of this District Meeting Order, the Resolution shall be ratified and given full force and effect in accordance with the provisions of this District Meeting Order, the CCAA, the Information Package and any further Order of this Court, notwithstanding the provisions of any agreement or other instrument to the contrary.

28. The Monitor may appoint scrutineers (the "Scrutineers") for the supervision and tabulations of the attendance, quorum, and votes cast at the District Creditors' Meeting. A person or persons designated by the Monitor shall act as secretary (the "Secretary") at the District Creditors' Meeting and shall tabulate all votes made at the District Creditors' Meeting and by way of Election Letter.

29. The result of any vote conducted at the District Creditors' Meeting and by way of Election Letter shall be binding upon each and every Affected Creditor, whether or not such Affected Creditor was present or voted at the District Creditors' Meeting or by Election Letter, without prejudice to such Affected Creditor's ability to oppose the District Plan at the Sanction Hearing.

30. Following the vote at the District Creditors' Meeting, the Monitor shall tally the votes cast at the District Creditors' Meeting and by Election Letter, and determine whether the District Plan has achieved the Required Majority.

31. The Monitor shall file its report to this Court by no later than 7 business days after the day the District Creditors' Meeting occurs with respect to whether the District Plan has achieved the Required Majority.

VOTING BY PROXY

32. All Proxies submitted in respect of the District Creditors' Meeting (or any adjournment thereof) shall be in substantially the form attached to this Order as **Schedule "2"** or in such other form as is acceptable to the Monitor or the Chair.

33. A District Eligible Affected Creditor wishing to appoint a Proxy to represent such District Eligible Affected Creditor at the District Creditors' Meeting (or any adjournment thereof) may do so by inserting such person's name in the blank space provided on the form of Proxy and sending the completed form to the Monitor by email to [josithole@deloitte.ca](mailto:josit hole@deloitte.ca), or if the completed form cannot be sent by email, it shall be sent by regular mail, facsimile or courier to:

Deloitte Restructuring Inc.
700 Bankers Court
850-2nd Street S.W.
Calgary, Alberta T2P 0R8
Attention: Joseph Sithole
Fax: 403-718-3681

34. A Proxy must be received by the Monitor by 5:00 p.m. (Calgary time) on the last Business Day preceding the date set for the District Creditors' Meeting or any adjournment thereof, or delivered by hand to the Chair prior to the commencement of the District Creditors' Meeting (or commencement of an adjourned District Creditors' Meeting in case of adjournment). After commencement of the District Creditors' Meeting (or commencement of an adjourned District Creditors' Meeting in case of adjournment), no Proxies shall be accepted by the Monitor.

35. The following shall govern the submission of Proxies and any deficiencies in respect of the form or substance of Proxies filed with the Monitor:

- (a) a District Eligible Affected Creditor who has given a Proxy may revoke it as to any matter on which a vote has not already been cast pursuant to its authority, by an instrument in writing executed by such District Eligible Affected Creditor or by its attorney, duly authorized in writing, or if a District Eligible Affected Creditor is not an individual, by an officer or legal counsel thereof duly authorized, and deposited with the Monitor as provided in paragraph 33;
- (b) if the Proxy is not dated in the space provided, it shall be deemed to be dated on the date it is received by the Monitor;

- (c) a Proxy submitted by a District Eligible Affected Creditor that bears or is deemed to bear a later date than an earlier Proxy submitted by such District Eligible Affected Creditor shall be deemed to revoke the earlier Proxy;
- (d) if more than one valid Proxy for the same District Eligible Affected Creditor and bearing or deemed to bear the same date are received by the Monitor with conflicting instructions, such Proxies shall not be counted for the purposes of the vote;
- (e) the person named in the Proxy shall vote the District Eligible Affected Creditor's Claim in accordance with the direction of the District Eligible Affected Creditor appointing such person on any ballot or show of hands that may be called for;
- (f) a Proxy confers a discretionary authority upon the person named therein with respect to amendments or variations to the matters identified in the notices of the District Creditors' Meeting and in the District Plan, and with respect to other matters that may properly come before the District Creditors' Meeting;
- (g) the Monitor in consultation with the District is hereby authorized to use reasonable discretion as to the adequacy of compliance with respect to the manner in which any Proxy is completed and executed, and may waive strict compliance with the requirements in connection with the deadlines imposed in connection therewith;
- (h) if one or more valid Proxies and one or more valid Election Letters are both received from a District Eligible Affected Creditor:
 - a. the Proxy or Election Letter, as the case may be, that bears or is deemed to bear the latest date shall be counted for purposes of the vote; and
 - b. if all such valid Proxies and valid Election Letters bear or are deemed to bear the same date, none of the Proxies or Election Letters shall be counted for purposes of the vote.

VOTING BY ELECTION LETTER

36. A District Eligible Affected Creditor wishing to vote by Election Letter shall be entitled to submit an Election Letter in the form attached to this Order as **Schedule "3"** or in such other form as is acceptable to the Monitor. An Election Letter shall be voted in accordance with the instructions stated in the Election Letter notwithstanding any modification of or amendment to the District Plan that may be made in accordance with the District Plan.

37. In the event that the District Plan is amended subsequent to the Monitor receiving an Election Letter, and if the Monitor determines that it is not appropriate to rely upon such an Election Letter in light of the amendment made, the Monitor shall take any steps that it deems necessary, which may include seeking advice and direction from the Court.

38. A District Eligible Affected Creditor wishing to vote by Election Letter may do so by completing the Election Letter and sending the completed form to the Monitor by email to josithole@deloitte.ca, or if the completed form cannot be sent by email, it shall be sent by regular mail, facsimile or courier to:

Deloitte Restructuring Inc.
700 Bankers Court
850-2nd Street S.W.
Calgary, Alberta T2P 0R8
Attention: Joseph Sithole
Fax: 587-293-3203

39. An Election Letter must be received by the Monitor by 5:00 p.m. (Calgary time) on the last Business Day preceding the date set for the District Creditors' Meeting or any adjournment thereof. After commencement of the District Creditors' Meeting (or commencement of an adjourned District Creditors' Meeting in case of adjournment), no Election Letters shall be accepted by the Monitor.

40. The following shall govern the submission of Election Letters and any deficiencies in respect of the form or substance of Election Letters filed with the Monitor:

- (a) if the Election Letter is not dated in the space provided, it shall be deemed to be dated on the date it is received by the Monitor;
- (b) an Election Letter submitted by a District Eligible Affected Creditor that bears or is deemed to bear an earlier date than a later Election Letter submitted by such District Eligible Affected Creditor shall be discarded;
- (c) if more than one valid Election Letter for the same District Eligible Affected Creditor and bearing or deemed to bear the same date are received by the Monitor with conflicting instructions, such Election Letters shall not be counted for the purposes of the vote; and
- (d) the Monitor in consultation with the District is hereby authorized to use reasonable discretion as to the adequacy of compliance with respect to the manner in which any Election Letter is completed and executed, and may waive

strict compliance with the requirements in connection with the deadlines imposed in connection therewith.

MINORS

41. If a District Eligible Affected Creditor is a minor in their Province or State of Residence, then the guardian of the property of the minor shall be entitled to take all necessary steps under the District Plan on behalf of the minor upon the guardian providing documentation satisfactory to the Monitor that the guardian is the guardian of the property of the minor, and upon the guardian filling out and providing to the Monitor, the form attached as **Schedule "6"**.

HEARING FOR SANCTION OF THE PLAN

42. If the District Plan achieves the Required Majority, the District shall seek Court approval of the District Plan at a motion for the Sanction Order, which motion date shall be set at a reasonable time after the District Creditors' Meeting (the "Sanction Hearing").

43. Any party who wishes to oppose the motion for final sanctioning of the District Plan shall serve upon the lawyers for both the Applicants and the Monitor, and upon all other parties on the service list attached to this Order, by not later than 12:00 p.m. (noon) (Calgary time) one week before the Sanction Hearing, a copy of the materials to be used to oppose the motion for approval of the District Plan, setting out the basis for such opposition.

GENERAL

44. The Monitor in consultation with the District may, in its discretion, generally or in individual circumstances, waive in writing the time limits imposed on any District Eligible Affected Creditor under this District Meeting Order if the Monitor, in consultation with the District deems it advisable to do so, without prejudice to the requirement that all other District Eligible Affected Creditors must comply with this District Meeting Order.

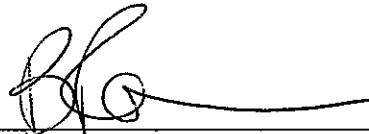
45. If any deadline set out in this District Meeting Order falls on a day other than a Business Day, the deadline shall be extended to the next Business Day.

46. Notwithstanding the terms of this District Meeting Order, the District or the Monitor may apply to this Court from time to time for such further orders as it considers necessary or desirable to amend, supplement or replace this District Meeting Order.

EFFECT, RECOGNITION AND ASSISTANCE OF OTHER COURTS

47. This District Meeting Order and any other Order in this proceeding shall have full force and effect in all provinces and territories in Canada and abroad and as against all persons against whom it may otherwise be enforceable.

48. The Court hereby requests the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this District Meeting Order and to assist the Applicants, the Monitor and their respective agents in carrying out the terms of this District Meeting Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this District Meeting Order, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this District Meeting Order.



Justice of the Court of Queen's Bench of Alberta

SCHEDULE "1" – NOTICE OF DISTRICT CREDITORS' MEETING

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 <i>COMPANIES'</i> <i>CREDITORS ARRANGEMENT ACT</i> , 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	NOTICE OF DISTRICT CREDITORS' MEETING

Capitalized terms used and not otherwise defined in this Notice are as defined in the District Meeting Order dated March 21, 2016 and the District Plan, dated February 12, 2016 as amended and filed on _____, 2016.

NOTICE IS HEREBY GIVEN THAT:

1. The Plan of Compromise and Arrangement of the District, dated February 12, 2016 as amended (and as may be amended from time to time, the "District Plan") was filed pursuant to the *Companies' Creditors Arrangement Act* (the "CCAA") with the Alberta Court of Queen's Bench (the "Court") on _____, 2016. The District Plan contemplates the compromise of the rights and claims of the District's Affected Creditors (as defined in the District Plan).
2. Important documents which you should review in consideration of the District Plan are enclosed with this Notice and include the District Plan, the District Meeting Order, the Monitor's Report, the form of Proxy, the Election Letter, and the Notice of Opting Out (the "Information Package") and are also available from the website of the Monitor, Deloitte Restructuring Inc (the "Monitor") (www.insolvencies.deloitte.ca). If you are

unable to access this website, you may obtain a copy of the Information Package by contacting the Monitor by email at jolithole@deloitte.ca or by telephone at 587-293-3203. Details of the District Plan and the distributions to be made thereunder to creditors are more fully described in the Monitor's Report enclosed in the Information Package. You should review the Information Package carefully.

3. The District may vary, modify, amend, or supplement the District Plan in accordance with the provisions described in the District Plan and the District Meeting Order.
4. The Order of the Court dated March 21, 2016 (the "District Meeting Order") established the procedures for the District to call, hold and conduct a meeting of its creditors (the "District Creditors' Meeting") to consider and vote on the District Plan. For the purpose of considering and voting on the District Plan, and receiving distributions thereunder, the Affected Claims of the District Affected Creditors shall be grouped into a single class under the District Plan.
5. The District Creditors' Meeting will be held at the following date, time and locations:

Date:	May 14, 2016
Time:	10:00 am
Location:	Macleod Hall, Telus Convention Centre, 120-9 th Avenue S.E., Calgary, Alberta
6. Only those creditors with an Eligible Affected Claim, as defined under the District Plan (or their respective proxyholders), the District directors, the Monitor, the Applicants' legal counsel, the Monitor's legal counsel, members of the Creditors' Committees, and the legal counsel for the Creditors' Committees will be eligible to attend the District Creditors' Meeting and vote on the District Plan. Holders of an Unaffected Claim (as defined in the District Plan) will not be entitled to attend and vote at the District Creditors' Meeting.

Any Eligible Affected Creditor who is unable to attend the District Creditors' Meeting may vote by Proxy. Further, any Eligible Affected Creditor who is not an individual may only attend and vote at the District Creditors' Meeting if a proxyholder has been appointed to act on its behalf at the District Creditors' Meeting.

Proxies, once duly completed, dated and signed, must be sent by email to the Monitor, or if cannot be sent by email, delivered to the Monitor at the address of the Monitor as set out on the Proxy form. Proxies must be received by the Monitor by no later than 5:00 p.m. (Calgary time) on the last Business Day preceding the date set for the District Creditors' Meeting or any adjournment thereof. Proxies may also be delivered by hand

to the Chair prior to the commencement of the District Creditors' Meeting. After commencement of the District Creditors' Meeting, no Proxies can be accepted by the Monitor.

Any Eligible Affected Creditor who is unable to attend the District Creditors' Meeting may also vote by Election Letter.

Election Letters, once duly completed, dated and signed, must be sent by email to the Monitor, or if cannot be sent by email, delivered to the Monitor at the address of the Monitor as set out on the Election Letter form. Election Letters must be received by the Monitor by no later than 5:00 p.m. (Calgary time) on the last Business Day preceding the date set for the District Creditors' Meeting or any adjournment thereof.

7. If the District Plan achieves the Required Majority (as defined below) at the District Creditors' Meeting, the District shall seek approval of the District Plan by the Court at an application for the Sanction Order, which application shall be set a reasonable time after the District Creditors' Meeting (the "Sanction Hearing"). Any person wishing to oppose the application for the Sanction Order must serve upon the lawyers for both the District and the Monitor as well as those parties listed on the service list, which was attached to the District Meeting Order, as posted on the Monitor's website, by not later than 12:00 p.m. (noon) (Calgary time) one week before the Sanction Hearing, a copy of the materials to be used to oppose the motion for approval of the District Plan, setting out the basis for such opposition.
8. In order for the District Plan to become effective:
 - (a) the District Plan must be approved at the District Creditors' Meeting by the affirmative vote of a majority in number, representing not less than two-thirds in value of the voting claims of Eligible Affected Creditors, in person, by Proxy, or by Election Letter (this constituting the "Required Majority");
 - (b) the District Plan must be sanctioned by the Court; and
 - (c) the conditions to the implementation of the District Plan as set out in the District Plan must be satisfied or waived.

SCHEDULE "2" – FORM OF PROXY

COURT FILE NUMBER	1501-00955
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
DOCUMENT	PROXY FOR THE DISTRICT PLAN
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.

I, _____ of _____, a creditor in the above matter, hereby appoint _____ of _____, (person you want to appoint) to be my proxyholder in the above matter, except as to the receipt of any distributions pursuant to the District Plan (with or without) power to appoint another proxyholder in his or her place.

The above named proxyholder shall attend on behalf of and act for me at the Creditors' Meeting to be held in connection with the District Plan and at any and all adjournments, postponements or other rescheduling of the Creditors' Meeting, and vote the amount of my Claim(s) as follows:

1. (mark one only):

Vote **FOR** approval of the resolution to accept the Plan; or

Vote **AGAINST** approval of the resolution to accept the Plan.

IF A BOX IS NOT MARKED AS A VOTE FOR OR AGAINST APPROVAL OF THE PLAN, THEN THE PROXYHOLDER SHALL VOTE AT HIS/HER DISCRETION.

and

2. Vote at his/her discretion and otherwise act for and on behalf of me with respect to any amendments or variations to the matters identified in the notice of the Creditors' Meeting and in the District Plan, and with respect to other matters that may properly come before the Creditors' Meeting.

THIS PROXY, ONCE DULY COMPLETED, DATED AND SIGNED, MUST BE SENT TO THE MONITOR BY EMAIL, MAIL, FACSIMILE TRANSMISSION OR COURIER, AND RECEIVED BY THE MONITOR BY NO LATER THAN 5:00 P.M. (CALGARY TIME) ON _____, 2016 OR SUCH LATER DATE AS MAY BE THE LAST BUSINESS DAY PRIOR TO THE DATE THE CREDITORS' MEETING HAS BEEN ADJOURNED TO, OR DELIVERED BY HAND TO THE CHAIR OF THE DISTRICT CREDITORS' MEETING PRIOR THE COMMENCEMENT OF THE CREDITORS' MEETING. AFTER COMMENCEMENT OF THE CREDITORS' MEETING (OR ANY ADJOURNMENT THEREOF), NO PROXIES CAN BE ACCEPTED BY THE MONITOR.

Dated at _____ this _____ day of _____, 20____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Name and Title of Signing Officer

Return to:

Deloitte Restructuring Inc., Monitor
700 Bankers Court, 850 – 2nd Street SW
Calgary, Alberta T2P 0R8

Phone: (403) 267-1777 Fax: (403) 718-3681
Email: CalgaryRestructuring@deloitte.ca

Schedule "3" – Election Letter

COURT FILE NUMBER	1501-00955
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
DOCUMENT	ELECTION LETTER FOR DISTRICT PLAN
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.

THIS ELECTION LETTER SHALL BE VOTED IN ACCORDANCE WITH THE INSTRUCTIONS STATED BELOW EVEN THOUGH THE PLAN PRESENTED BY THE DISTRICT MAY BE MODIFIED OR AMENDED IN ACCORDANCE WITH THE TERMS OF THE DISTRICT PLAN BEFORE OR AT THE DISTRICT CREDITORS' MEETING, OR AFTER THE CREDITORS' MEETING WITH THE APPROVAL OF THE COURT. SUCH AMENDMENT, MODIFICATION OR SUPPLEMENT WOULD BE LIMITED TO ADMINISTRATIVE NATURE THAT IS NOT ADVERSE TO THE FINANCIAL OR ECONOMIC INTERESTS OF ANY OF THE DISTRICT AFFECTED CREDITORS UNDER THE DISTRICT PLAN AND IS NECESSARY IN ORDER TO GIVE BETTER EFFECT TO THE SUBSTANCE OR IMPLEMENTATION OF THE DISTRICT PLAN OR THE SANCTION ORDER.

Voting

I, _____ a creditor (or I _____, representative of _____, a creditor), in the above matter for the sum of \$_____ hereby request the Monitor to record my vote respecting the District Plan as made on February 12, 2016 as amended and filed on _____, 2016 as follows:

(mark one only):

- Vote **FOR** approval of the resolution to accept the Plan; or
- Vote **AGAINST** approval of the resolution to accept the Plan.

IF A BOX IS NOT MARKED AS A VOTE FOR OR AGAINST APPROVAL OF THE PLAN, YOUR VOTE SHALL BE DEEMED TO BE A VOTE FOR APPROVAL OF THE PLAN.

Dated at _____ this _____ day of _____, 201_____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor OR Minor

Name and Title of Signing Officer OR Guardian

Return to:
Deloitte Restructuring Inc., Monitor
700 Bankers Court, 850 – 2nd Street SW
Calgary, AB T2P 0R8
Phone: (403) 267-1777 Fax: (403) 718-3681
Email: CalgaryRestructuring@deloitte.ca

SCHEDULE "4" – FORM OF NEWSPAPER NOTICE**NOTICE IS HEREBY GIVEN THAT:**

1. The Plan of Compromise and Arrangement of Lutheran Church – Canada, the Alberta – British Columbia District ("the District"), dated February 12, 2016 as amended (and as may be amended from time to time, the "District Plan") was filed pursuant to the *Companies' Creditors Arrangement Act* (the "CCAA") with the Alberta Court of Queen's Bench (the "Court") on _____, 2016. The District Plan contemplates the compromise of the rights and claims of the District's Affected Creditors (as defined in the District Plan).
2. Important documents which you should review in consideration of the District Plan include the District Plan, the District Meeting Order, the Monitor's Report, the form of Proxy, the Election Letter, and the Notice of Opting Out (the "Information Package"). The Information Package is available on the website of the Monitor, Deloitte Restructuring Inc. (the "Monitor") at www.insolvencies.deloitte.ca. If you are unable to access this website, you may obtain a copy of the Information Package by contacting the Monitor by email at josithole@deloitte.ca or by telephone at 587-293-3203.
3. The District may vary, modify, amend, or supplement the District Plan in accordance with the provisions described in the District Plan and the District Meeting Order.
4. The Order of the Court dated March 21, 2016 (the "District Meeting Order") established the procedures for the District to call, hold and conduct a meeting of its creditors (the "District Creditors' Meeting") to consider and vote on the District Plan. For the purpose of considering and voting on the District Plan, and receiving distributions thereunder, the Affected Claims of the District Affected Creditors shall be grouped into a single class under the District Plan.
5. The District Creditors' Meeting will be held at the following date, time and location:

Date: May 14, 2016
Time: 10:00 a.m.
Location: Macleod Hall, Telus Convention Centre, 120-9th Avenue S.E., Calgary, Alberta
6. Only those creditors with an Eligible Affected Claim, as defined under the District Plan (or their respective proxyholders), the District directors, the Monitor, the Applicants' legal counsel, the Monitor's legal counsel, members of the Creditors' Committees, and the legal counsel for the Creditors' Committees will be eligible to attend the District

Creditors' Meeting and vote on the District Plan. Holders of an Unaffected Claim (as defined in the District Plan) will not be entitled to attend and vote at the District Creditors' Meeting.

Any Eligible Affected Creditor who is unable to attend the District Creditors' Meeting may vote by Proxy. Further, any Eligible Affected Creditor who is not an individual may only attend and vote at the District Creditors' Meeting if a proxyholder has been appointed to act on its behalf at the District Creditors' Meeting.

Proxies, once duly completed, dated and signed, must be sent by email to the Monitor, or if cannot be sent by email, delivered to the Monitor at the address of the Monitor as set out on the Proxy form. Proxies must be received by the Monitor by no later than 5:00 p.m. (Calgary time) on the last Business Day preceding the date set for the District Creditors' Meeting or any adjournment thereof. Proxies may also be delivered by hand to the Chair prior to the commencement of the District Creditors' Meeting. After commencement of the District Creditors' Meeting, no Proxies can be accepted by the Monitor.

Any Eligible Affected Creditor who is unable to attend the District Creditors' Meeting may also vote by Election Letter.

Election Letters, once duly completed, dated and signed, must be sent by email to the Monitor, or if cannot be sent by email, delivered to the Monitor at the address of the Monitor as set out on the Election Letter form. Election Letters must be received by the Monitor by no later than 5:00 p.m. (Calgary time) on the last Business Day preceding the date set for the District Creditors' Meeting or any adjournment thereof.

7. If the District Plan achieves the Required Majority (as defined below) at the District Creditors' Meeting, the District shall seek approval of the District Plan by the Court at an application for the Sanction Order, which application shall be heard on a date to be scheduled (the "Sanction Hearing"). Any person wishing to oppose the application for the Sanction Order must serve upon the lawyers for both the District and the Monitor as well as those parties listed on the service list, which was attached to District Meeting Order, as posted on the Monitor's website, by not later than 12:00 p.m. (noon) (Calgary time) one week before the Sanction Hearing, a copy of the materials to be used to oppose the motion for approval of the District Plan, setting out the basis for such opposition.

8. In order for the District Plan to become effective:

- (a) the District Plan must be approved at the District Creditors' Meeting by the affirmative vote of a majority in number, representing not less than two-thirds in value of the voting claims of Eligible Affected Creditors, in person, by Proxy, or by Election Letter (this constituting the "Required Majority");
- (b) the District Plan must be sanctioned by the Court; and
- (c) the conditions to the implementation of the District Plan as set out in the District Plan must be satisfied or waived.

Dated at Calgary, Alberta on _____, 2016.

SCHEDULE "5" – FORM OF RESOLUTION

WHEREAS Lutheran Church – Canada, the Alberta – British Columbia District ("the District") has made an application pursuant to the *Companies' Creditors Arrangement Act* ("CCAA") to reorganize its affairs for the benefit of its creditors;

AND WHEREAS the District filed a plan of arrangement under the CCAA with respect to its creditors on _____, 2016 as amended (the "District Plan");

AND WHEREAS the creditors of the District (the "District Creditors") have considered the District Plan and such other material and information as they, in their individual discretion, feel is necessary and appropriate to consider;

AND WHEREAS the District Creditors understand that should the District Plan be sanctioned by the Court of Queen's Bench, it will be binding upon all of the District Creditors, subject to the conditions precedent and other terms and conditions set out more fully in the District Plan;

AND WHEREAS the District Creditors wish to agree to the proposed compromises and arrangements set out in the District Plan;

THE DISTRICT CREDITORS RESOLVE THAT:

1. The District Plan be and hereby is agreed to and accepted by the District Creditors in accordance with its terms.
2. The Court of Queen's Bench of Alberta be requested to sanction the District Plan.

Schedule « 6 » - Minors' Form

1 This form relates to the minor, _____ (name of minor), who was born on _____ (day, month, year).

2 I am the minor's guardian because I am

- the minor's mother or father
- appointed guardian by the deed or will of the minor's parent, _____ (name of parent), who is now deceased.
- appointed guardian by a court order dated _____ (date of guardianship order).

3 I have the power and responsibility to make day-to-day decisions affecting the minor.

4 I request the _____ (name of person or organization) to deliver to me, to hold as trustee for the minor, money or other property of a total value of \$_____ that _____ (name of person or organization) is holding for the minor.

Date _____
Guardian's Signature _____
Witness _____