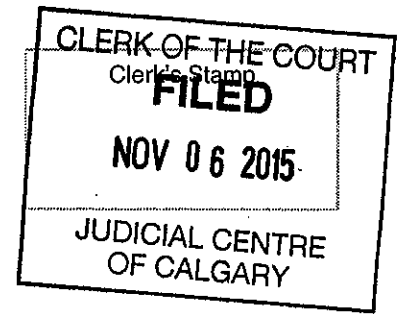


COURT FILE NUMBER 1501-00955  
COURT COURT OF QUEEN'S BENCH  
OF ALBERTA  
IN BANKRUPTCY AND INSOLVENCY  
JUDICIAL CENTRE CALGARY



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**  
**(ECHS Creditor's Meeting)**

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: 403-243-3623

File No.: 103,007-003

---

**DATE ON WHICH ORDER WAS PRONOUNCED:** THURSDAY, NOVEMBER 5, 2015  
**LOCATION WHERE ORDER WAS PRONOUNCED:** CALGARY, ALBERTA  
**NAME OF JUSTICE WHO MADE THIS ORDER:** JUSTICE G.A. CAMPBELL

---

**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 Kurtis Robinson and Cameron Sherban; **AND UPON READING** the Reports of the Monitor; **AND UPON HAVING READ** the terms and provision of the Plan of Compromise and Arrangement, dated October 8, 2015, as attached as Exhibit "A" to the Affidavit of Kurtis Robinson sworn October 9, 2015 (the "ECHS Plan") and the Amended Plan of Compromise and Arrangement, dated October 30, 2015, as attached as Exhibit "A" to the Affidavit of Cameron Sherban sworn October 30, 2015 (the "Amended ECHS Plan"); **AND UPON HEARING** counsel for the Applicants, counsel for the Monitor, counsel for the CEF 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 Applications filed October 13, 2015 and the Order granted October 23, 2015 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 Amended ECHS Plan. If a term appears in this Order which is defined in both the Initial Order and the Amended ECHS Plan, the definition in the Amended ECHS Plan shall govern.

**FILING OF THE PLAN**

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

4. ECHS is hereby authorized, with the consent of the Monitor or as otherwise ordered by the Court, to vary, amend, modify or supplement the Amended ECHS 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 ECHS Eligible Affected Creditors (the "ECHS Creditors' Meeting"), provided that ECHS 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 ECHS Creditors' Meeting, provided that oral notice of any such variation, amendment, modification or supplement is given to all ECHS Eligible Affected Creditors present in person or by Proxy (and in such case, notice given to the ECHS Eligible Affected Creditor's proxyholder shall be sufficient) at the ECHS Creditors' Meeting prior to the vote being taken at the ECHS Creditors' Meeting, in which case any such variation, amendment, modification or supplement shall be deemed to be part of and incorporated into the Amended ECHS 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 ECHS Creditors' Meeting; and
- (c) at any time and from time to time after the Creditors' Meeting (both prior to and subsequent to the Sanction Order, if granted), with approval of this Court and any ECHS Eligible Affected Creditors adversely affected by such amendment,

provided that, however, any such amendment, modification or supplement may be made unilaterally by ECHS, 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 ECHS Affected Creditors under the Amended ECHS Plan and is necessary in order to give better effect to the substance or implementation of the Amended ECHS Plan or the Sanction Order.

#### **CLASSIFICATION OF CREDITORS**

5. For the purposes of considering and voting on the Amended ECHS Plan and receiving distributions thereunder, the ECHS Eligible Affected Creditors shall be divided into two classes for voting and distribution purposes:

- (a) the Trade Creditors; and
- (b) the Life Lease Residents.

**NOTICE OF CREDITORS' MEETING AND INFORMATION PACKAGE**

6. The form of notice to Creditors of the ECHS Creditors' Meeting (the "ECHS 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 ECHS Meeting Order as **Schedule "1" and "2"**, respectively, are hereby approved.

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

- (a) the Amended ECHS Plan;
- (b) this ECHS Meeting Order;
- (c) a copy of the Monitor's Report;
- (d) the ECHS Notice of Creditors' Meeting; and
- (e) the Proxy.

8. The Monitor shall send a copy of the Information Package as soon as practicable, and in any event not later than November 19, 2015, to each ECHS Eligible Affected Creditor by regular mail, facsimile, courier or email to the last known address (including the last known fax number or email address) for such ECHS Eligible Affected Creditor specified by such ECHS Eligible Affected Creditor in their proof of claim or otherwise provide to the Monitor.

9. The Chair (as defined in paragraph 14 of this ECHS Meeting Order) be and is hereby authorized to accept and rely upon Proxies substantially in the form attached as **Schedule "2"** 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 ECHS, considers necessary or desirable to conform the content thereof to the terms of the Amended ECHS Plan or this ECHS Meeting Order, or to describe the Amended ECHS 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](http://www.insolvencies.deloitte.ca) no later than November 10, 2015 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 ECHS Eligible Affected Creditor who, no later than two business days prior the ECHS 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 November 14, 2015, a newspaper notice of the ECHS Creditors' Meeting, in substantially the form attached as **Schedule "3"** to this ECHS 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 ECHS 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 ECHS Meeting Order, the Amended ECHS Plan and the ECHS Notice of Creditors' Meeting on all persons who are entitled to receive notice thereof in these proceedings, or who wish to be present in person or by Proxy at the ECHS Creditors' Meeting or in these proceedings, 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 ECHS 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 ECHS Creditors' Meeting (the "Chair") and shall decide all matters relating to the rules and procedures at, and the conduct of, the ECHS Creditors' Meeting in accordance with the terms of the Amended ECHS Plan, this ECHS Creditors' Meeting Order and further Orders of this Court. The Chair may adjourn the ECHS Creditors' Meeting at his/her discretion.

15. ECHS shall call, hold and conduct the ECHS Creditors' Meeting on Friday, December 11, 2015 at 1600-421-7<sup>th</sup> Avenue S.W., Calgary, Alberta at 11:00 a.m. (Calgary time)

(the "Meeting Date"), or as adjourned to such places and times as the Chair may determine, for the purposes of the ECHS Eligible Affected Creditors considering and voting on the Amended ECHS Plan and transacting such other business as may be properly brought before the ECHS Creditors' Meeting.

#### **ATTENDANCE AT CREDITORS' MEETING**

16. The only persons entitled to notice of, attend or speak at the ECHS Creditors' Meeting are the ECHS Eligible Affected Creditors (or their representative proxyholders), ECHS 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 ECHS Creditors' Meeting only by invitation of the Chair.

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

#### **VOTING AT THE CREDITORS' MEETING**

18. 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 Amended ECHS Plan at the ECHS Creditors' Meeting in respect of its claim.

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

20. The only persons entitled to vote at the ECHS Creditors' Meeting in person or by Proxy, are the ECHS Eligible Affected Creditors.

21. For the purposes of voting on the Amended ECHS Plan, all ECHS 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 Amended ECHS 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.

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

23. If:

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

then the ECHS 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 ECHS Eligible Affected Creditors shall constitute sufficient notice of the adjournment and ECHS and the Monitor shall have no obligation to give further notice to any person of the adjourned ECHS Creditors' Meeting.

24. Every question submitted to the ECHS Creditors' Meeting, except to approve the Amended ECHS Plan resolution, any amendment to or in respect of the Amended ECHS Plan or an adjournment of the ECHS 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 ECHS Eligible Affected Creditors.

25. The Chair shall direct a vote by the ECHS Eligible Affected Creditors on the resolution substantially in the form attached hereto as **Schedule "4"** to approve the Amended ECHS Plan (the "Resolution") (i) by way of written ballot, or (ii) if the Chair deems it appropriate, by a show of hands.

26. If the Resolution is approved in accordance with the terms of this ECHS Meeting Order, and the plans of compromise and arrangement of the other Applicants are also approved at the creditors' meetings to be held with respect to the other Applicants, the Resolution shall be ratified and given full force and effect in accordance with the provisions of this ECHS 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.

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

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

29. Following the vote at the ECHS Creditors' Meeting, the Monitor shall tally the votes cast and determine whether the Amended ECHS Plan has achieved the Required Majority.

30. The Monitor shall file its report to this Court by no later than 3 business days after the day the ECHS Creditors' Meeting occurs with respect to whether the Amended ECHS Plan has achieved the Required Majority.

#### **VOTING BY PROXY**

31. All Proxies submitted in respect of the ECHS 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.

32. An ECHS Eligible Affected Creditor wishing to appoint a Proxy to represent such ECHS Eligible Affected Creditor at the ECHS 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 [vanallen@deloitte.ca](mailto:vanallen@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  
850-2<sup>nd</sup> Street S.W.  
Calgary, Alberta T2P 0R8  
Attention: Vanessa Allen  
Fax: 403-718-3681

33. 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 ECHS Creditors' Meeting or any adjournment thereof, or delivered by hand to the Chair prior to the commencement of the ECHS Creditors' Meeting (or commencement of an adjourned ECHS Creditors' Meeting in case of adjournment).



After commencement of the ECHS Creditors' Meeting (or commencement of an adjourned ECHS Creditors' Meeting in case of adjournment), no Proxies shall be accepted by the Monitor.

34. 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) an ECHS 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 ECHS Eligible Affected Creditor or by its attorney, duly authorized in writing, or if an ECHS 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 an ECHS Eligible Affected Creditor that bears or is deemed to bear a later date than an earlier Proxy submitted by such ECHS Eligible Affected Creditor shall be deemed to revoke the earlier Proxy;
- (d) if more than one valid Proxy for the same ECHS 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 ECHS Eligible Affected Creditor's Claim in accordance with the direction of the ECHS 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 ECHS Creditors' Meeting and in the Amended ECHS Plan, and with respect to other matters that may properly come before the ECHS Creditors' Meeting; and
- (g) the Monitor in consultation with ECHS 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.

## **HEARING FOR SANCTION OF THE PLAN**

35. If the Amended ECHS Plan achieves the Required Majority, ECHS shall seek Court approval of the Amended ECHS Plan at a motion for the Sanction Order, which motion date shall be set once the meetings of creditors of all of the Applicants have been completed (the "Sanction Hearing").

36. Any party who wishes to oppose the motion for final sanctioning of the Amended ECHS 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 Amended ECHS Plan, setting out the basis for such opposition.

## **GENERAL**

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

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

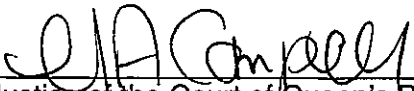
39. Notwithstanding the terms of this ECHS Meeting Order, ECHS or the Monitor may apply to this Court from time to time for such further orders as it considers necessary or desirable to amend, supplement or replace this ECHS Meeting Order.

## **EFFECT, RECOGNITION AND ASSISTANCE OF OTHER COURTS**

40. This ECHS 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.

41. 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 ECHS Meeting Order and to assist the Applicants, the Monitor and their respective agents in carrying out the terms of this ECHS 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 ECHS Meeting Order, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this ECHS Meeting Order.

  
Justice of the Court of Queen's Bench of Alberta

**SCHEDULE "1" – NOTICE OF ECHS 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	<b>NOTICE OF ECHS CREDITORS' MEETING</b>

Capitalized terms used and not otherwise defined in this Notice are as defined in the ECHS Meeting Order dated November 5, 2015 and the Amended ECHS Plan dated October 30, 2015.

**NOTICE IS HEREBY GIVEN THAT:**

1. The Amended Plan of Compromise and Arrangement of ECHS, dated October 30, 2015 (as may be amended from time to time, the "Amended ECHS Plan") was filed pursuant to the *Companies' Creditors Arrangement Act* (the "CCAA") with the Alberta Court of Queen's Bench (the "Court") on November \_\_\_\_, 2015. The Amended ECHS\_Plan contemplates the compromise of the rights and claims of ECHS' Affected Creditors (as defined in the Amended ECHS Plan).
2. Important documents which you should review in consideration of the Amended ECHS Plan are enclosed with this Notice and include the Amended ECHS Plan, the ECHS Meeting Order, the Monitor's Report, and the form of Proxy (the "Information Package") and are also available from the website of the Monitor, Deloitte Restructuring Inc. (the "Monitor") ([www.insolvencies.deloitte.ca](http://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 [vanallen@deloitte.ca](mailto:vanallen@deloitte.ca) or by telephone at 403-298-5955. Details of the Amended ECHS

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. ECHS may vary, modify, amend, or supplement the Amended ECHS Plan in accordance with the provisions described in the Amended ECHS Plan and the ECHS Meeting Order.
4. The Order of the Court dated November 5, 2015 (the "ECHS Meeting Order") established the procedures for ECHS to call, hold and conduct a meeting of its creditors (the "ECHS Creditors' Meeting") to consider and vote on the Amended ECHS Plan. For the purpose of considering and voting on the Amended ECHS Plan, and receiving distributions thereunder, the Affected Claims of the ECHS Affected Creditors shall be grouped into two classes under the Amended ECHS Plan: (1) Trade Creditors, and (2) Life Lease Residents.
5. The ECHS Creditors' Meeting will be held at the following date, time and location:
 

Date:	Friday, December 11, 2015
Time:	11:00 a.m. (Calgary time)
Location:	1600-421-7 <sup>th</sup> Avenue S.W. Calgary, Alberta
6. Only those creditors with an Eligible Affected Claim, as defined under the Amended ECHS Plan (or their respective proxyholders), ECHS 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 ECHS Creditors' Meeting and vote on the Amended ECHS Plan. Holders of an Unaffected Claim (as defined in the Amended ECHS Plan) will not be entitled to attend and vote at the ECHS Creditors' Meeting.

Any Eligible Affected Creditor who is unable to attend the ECHS Creditors' Meeting may vote by Proxy. Further, any Eligible Affected Creditor who is not an individual may only attend and vote at the ECHS Creditors' Meeting if a proxyholder has been appointed to act on its behalf at the ECHS 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 ECHS Creditors' Meeting or any adjournment thereof. Proxies may also be delivered by hand

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

7. If the Amended ECHS Plan achieves the Required Majority (as defined below) of the Trade Creditors at the ECHS Creditors' Meeting, ECHS shall seek approval of the Amended ECHS Plan by the Court at an application for the Sanction Order, which application shall be set after the creditors' meetings of all the Applicants have been completed (the "Sanction Hearing"). Any person wishing to oppose the application for the Sanction Order must serve upon the lawyers for both ECHS and the Monitor as well as those parties listed on the service list, which was attached to the ECHS 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 Amended ECHS Plan, setting out the basis for such opposition.
8. In order for the Amended ECHS Plan to become effective:
  - (a) the Amended ECHS Plan must be approved at the ECHS Creditors' Meeting by the affirmative vote of a majority in number, representing not less than two-thirds in value of the voting claims of the Trade Creditors, in person or by Proxy (this constituting the "Required Majority");
  - (b) the Amended ECHS Plan must be sanctioned by the Court;
  - (c) the plans of compromise and arrangement of the other Applicants must be sanctioned by the Court; and
  - (d) the conditions to the implementation of the Amended ECHS Plan as set out in the Amended ECHS Plan must be satisfied or waived.

**SCHEDULE "2" – FORM OF PROXY**

<b>COURT FILE NUMBER</b>	<b>1501-00955</b>
<b>COURT</b>	<b>COURT OF QUEEN'S BENCH OF ALBERTA</b>
<b>JUDICIAL CENTRE</b>	<b>CALGARY</b>
<b>DOCUMENT</b>	<b>PROXY</b>
<b>APPLICANTS</b>	<b>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.</b>

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 this 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 Amended ECHS 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 this 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 DECEMBER 10,**

**2015 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 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 \_\_\_\_\_, 2015.

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Individual Creditor

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Name of Corporate Creditor

\_\_\_\_\_  
Name and Title of Signing Officer

Return to:  
Deloitte Restructuring Inc., Monitor  
700 Bankers Court, 850 – 2<sup>nd</sup> Street SW  
Calgary, AB T2P 0R8

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



**SCHEDULE "3" – FORM OF NEWSPAPER NOTICE**

**NOTICE IS HEREBY GIVEN THAT:**

1. The Amended Plan of Compromise and Arrangement of ECHS, dated October 30, 2015 (as may be amended from time to time, the "Amended ECHS Plan") was filed pursuant to the *Companies' Creditors Arrangement Act* (the "CCAA") with the Alberta Court of Queen's Bench (the "Court") on November \_\_\_\_, 2015. The Amended ECHS Plan contemplates the compromise of the rights and claims of ECHS' Affected Creditors (as defined in the Amended ECHS Plan).
2. Important documents which you should review in consideration of the Amended ECHS Plan include the Amended ECHS Plan, the ECHS Meeting Order, the Monitor's Report, and the form of Proxy (the "Information Package"). The Information Package is available on the website of the Monitor, Deloitte Restructuring Inc (the "Monitor") at [www.insolvencies.deloitte.ca](http://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 [vanallen@deloitte.ca](mailto:vanallen@deloitte.ca) or by telephone at 403-298-5955.
3. ECHS may vary, modify, amend, or supplement the Amended ECHS Plan in accordance with the provisions described in the Amended ECHS Plan and the ECHS Meeting Order.
4. The Order of the Court dated November 5, 2015 (the "ECHS Meeting Order") established the procedures for ECHS to call, hold and conduct a meeting of its creditors (the "ECHS Creditors' Meeting") to consider and vote on the Amended ECHS Plan. For the purpose of considering and voting on the Amended ECHS Plan, and receiving distributions thereunder, the Affected Claims of the ECHS Affected Creditors shall be grouped into two classes under the Amended ECHS Plan, namely Trade Creditors and Life Lease Residents.
5. The ECHS Creditors' Meeting will be held at the following date, time and location:
 

Date:	December 11, 2015
Time:	11:00 a.m. (Calgary time)
Location:	1600-421-7 <sup>th</sup> Avenue S.W. Calgary, Alberta
6. Only those creditors with an Eligible Affected Claim, as defined under the Amended ECHS Plan (or their respective proxyholders), ECHS 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 ECHS Creditors' Meeting and vote on the Amended ECHS Plan. Holders of an Unaffected Claim (as defined in the Amended ECHS Plan) will not be entitled to attend and vote at the ECHS Creditors' Meeting.

Any Eligible Affected Creditor who is unable to attend the ECHS Creditors' Meeting may vote by Proxy. Further, any Eligible Affected Creditor who is not an individual may only attend and vote at the ECHS Creditors' Meeting if a proxyholder has been appointed to act on its behalf at the ECHS 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 ECHS Creditors' Meeting or any adjournment thereof. Proxies may also be delivered by hand to the Chair prior to the commencement of the ECHS Creditors' Meeting. After commencement of the ECHS Creditors' Meeting, no Proxies can be accepted by the Monitor.

7. If the Amended ECHS Plan achieves the Required Majority (as defined below) of the Trade Creditors at the ECHS Creditors' Meeting, ECHS shall seek approval of the Amended ECHS 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 ECHS and the Monitor as well as those parties listed on the service list, which was attached to the ECHS 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 Amended ECHS Plan, setting out the basis for such opposition.
8. In order for the Amended ECHS Plan to become effective:
  - (a) the Amended ECHS Plan must be approved at the ECHS Creditors' Meeting by the affirmative vote of a majority in number, representing not less than two-thirds in value of the voting claims of the Trade Creditors, in person or by Proxy (this constituting the "Required Majority");
  - (b) the Amended ECHS Plan must be sanctioned by the Court;
  - (c) the plans of compromise and arrangement of the other Applicants must be sanctioned by the Court; and
  - (d) the conditions to the implementation of the Amended ECHS Plan as set out in the Amended ECHS Plan must be satisfied or waived.

Dated at Calgary, Alberta on November \_\_\_\_. 2015.

**SCHEDULE "4" – FORM OF RESOLUTION**

WHEREAS EnCharis Community Housing and Services ("ECHS") has made an application pursuant to the *Companies' Creditors Arrangement Act* ("CCAA") to reorganize its affairs for the benefit of its creditors;

AND WHEREAS ECHS filed an amended plan of arrangement under the CCAA with respect to its creditors on October \_\_\_\_, 2015 (the "Amended ECHS Plan");

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

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

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

THE ECHS CREDITORS RESOLVE THAT:

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

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 SERVICE LIST

SERVICE RECIPIENT	EMAIL ADDRESS	PHONE/FAX	RECIPIENT STATUS
Deloitte Restructuring Inc.  Attn: Jeff Keeble 700-850-2 <sup>nd</sup> Street SW Calgary, AB T2P 3K4	<a href="mailto:jkeeble@deloitte.ca">jkeeble@deloitte.ca</a>	PH: 403-267-1777 FX: 403-718-3681	Monitor
Gowling LaFleur Henderson LLP  Attn: Jeffrey Oliver 1600-421-7 <sup>th</sup> Avenue SW Calgary, AB T2P 4K9	<a href="mailto:Jeffrey.oliver@gowlings.com">Jeffrey.oliver@gowlings.com</a>	PH: 403-298-1000 FX: 403-263-9193	Counsel to Monitor
LCC Worker Benefits (pension plan)  Janice Otto 503, 1780 Wellington Ave Winnipeg, MB R3H 1B3	<a href="mailto:LCCBenefits@element.ca">LCCBenefits@element.ca</a>	PH: 1-800-588-4226	Creditor  <b>NOTE – NOT SERVED AS PER REQUEST RECEIVED FROM LCC WORKER BENEFITS JULY 9, 2015</b>

<p>McMillan Binch</p> <p>Attn: Adam Maerov 1700-421-7 Ave SW Calgary, AB T2P 4K9</p>	<p><a href="mailto:adam.maerov@mcmillan.ca">adam.maerov@mcmillan.ca</a></p>	<p>PH: 403-215-2752 FX: 403-531-4720</p>	<p>Counsel for Lutheran Church - Canada</p>
<p>Concentra Trust</p> <p>Attn: Dean Hutchison 1600-520-3<sup>rd</sup> Avenue SW Calgary, AB T2P 0R3</p>	<p><a href="mailto:dhutchison@mlt.com">dhutchison@mlt.com</a></p>	<p>PH: 403-693-4305 FX: 403-508-4349</p>	<p>Counsel for Concentra Trust which is a secured creditor</p>
<p>Alberta Health Services</p> <p>Attn: Jill Curtis 10301 Southport Road SW Calgary, AB T2W 1S7</p>	<p><a href="mailto:jill.curtis@albertahealthservices.ca">jill.curtis@albertahealthservices.ca</a></p>		<p>Counsel for Alberta Health Services who is a contingent creditor</p>
<p>CEF Depositors</p> <p>Notice of Monitor's website address mailed by regular mail to last known address January 26, 2015 per Affidavit of Mailing filed February 4, 2015</p>			<p>Creditors of the District</p>
<p>CEF Creditors Committee</p> <p>Attn: Christopher Simard Bennett Jones 4500-855-2 Street SW Calgary, AB T2P 4K7</p>	<p><a href="mailto:simardc@bennettjones.com">simardc@bennettjones.com</a></p>	<p>PH: 403-298-4485 FX: 403-265-7219</p>	<p>Counsel for CEF Creditors' Committee</p>
<p>Office of the Public Trustee</p> <p>Attn: Janice Elmquist Suite 900 444-7 Avenue SW Calgary, AB T2P 0X8</p>	<p><a href="mailto:Janice.elmquist@gov.ab.ca">Janice.elmquist@gov.ab.ca</a></p>	<p>PH: 403-297-6541 FX: 403-297-2823</p>	<p>Representative of Minor CEF depositors</p>
<p>Borden Ladner Gervais LLP</p> <p>Attn: Robyn Gurofsky 1900-520-3<sup>rd</sup> Ave SW Calgary, AB T2P 0R3</p>	<p><a href="mailto:rgurofsky@blg.com">rgurofsky@blg.com</a></p>	<p>PH: 403-232-9774 FX: 403-266-1395</p>	<p>Counsel for Vic Fisher and Elfie Fisher</p>

DIL Depositors  Notice of Monitor's website address mailed by regular mail to last known address January 26, 2015 per Affidavit of Mailing filed February 4, 2015			Account holders in DIL
DIL Creditors Committee  Attn: Doug Nishimura Field LLP 400-604-1 <sup>st</sup> Street SW Calgary, AB T2P 1M7	<a href="mailto:dnishimura@fieldlaw.com">dnishimura@fieldlaw.com</a>	PH: 403-260-8500 FX: 403-264-7084	Counsel for DIL Creditors' Committee
Life Lease Residents  Attn: Jeffrey Moroz McLeod Law LLP 2110-250-5 <sup>th</sup> Street SW Calgary, AB T2P 0R4	<a href="mailto:moroz@mcleod-law.com">moroz@mcleod-law.com</a>	PH: 403-278-9411 FX: 403-271-1769	Counsel for Life Lease Residents (Contingent Creditors)
McLeod Law LLP  Attn: Brett Turnquist 300-14505 Bannister Road SE, Calgary, AB T2X 3J3	<a href="mailto:bturnquist@mcleod-law.com">bturnquist@mcleod-law.com</a>	PH: 403-873-3728 FX: 403-271-1769	Counsel for the Estate of Eileen Burton (former Village resident)
Bank of Montreal 10199-101 Street, Edmonton, AB T5J 3Y4			Secured creditor at PPR against ECHS, EMSS, and District
IOS Financial Services 2300 Meadowvale Blvd, Suite 200, Mississauga, ON L5N 5P9			Secured creditor at PPR against ECHS
Xerox Canada Ltd. 33 Bloor St. E. 3 <sup>rd</sup> Floor, Toronto, ON M4W 3H1			Secured creditor at PPR against EMSS
National Leasing Group Inc. 1525 Buffalo Place, Winnipeg, MB R3T 1L9			Secured creditor at PPR against EMSS

<p>Alberta Securities Commission</p> <p>Attn: Vi Pickering/Edward Asare-Quansah 600-250-5<sup>th</sup> Street SW Calgary, AB T2P 0R4</p>	<p><a href="mailto:Edward.Asare-Quansah@asc.ca">Edward.Asare-Quansah@asc.ca</a>; <a href="mailto:Vi.Pickering@asc.ca">Vi.Pickering@asc.ca</a></p>	<p>PH: 403-355-3889 FX: 403-297-2210</p>	
<p>ARS Collection Agency of Canada Inc. operating as Fiserv</p> <p>Attn: Scott H. Stephens Owen Bird Law Corporation Bentall 3, Suite 2900 595 Burrard Street PO Box 49130 Vancouver, BC V7X 1J5</p>	<p><a href="mailto:sstephens@owenbird.com">sstephens@owenbird.com</a></p>	<p>PH: 604-691-7521 FX: 604-632-4447</p>	<p>Counsel for banking software provider</p>
<p>Terry Czechowskyj Miles Davison LLP 1600-205-5<sup>TH</sup> Avenue SW Calgary, AB T2P 2V7</p>	<p><a href="mailto:tczech@milesdavison.com">tczech@milesdavison.com</a></p>	<p>PH: 403-298-0326 FX: 403-263-6840</p>	<p>Counsel for approximately 60 depositors</p>
<p>Errin Poyner Sugden, McFee &amp; Roos LLP 700-375 Water Street Vancouver, BC V6B 5C6</p>	<p><a href="mailto:epoyner@smrlaw.ca">epoyner@smrlaw.ca</a></p>	<p>PH: 604-687-7700 FX: 604-687-5596</p>	<p>Counsel for group of Depositors</p>
<p>Encon Group Inc.</p> <p>c/o Marsh Canada Limited Attn: Michael Johnson 10180-101 Street NW, Suite 680 Edmonton, AB T5J 3S4</p>	<p><a href="mailto:Michael.johnson@marsh.com">Michael.johnson@marsh.com</a></p>	<p>PH: 780-917-4852 FX: 780-429-1422</p>	<p>D&amp;O Insurer for the District and DIL</p>
<p>Northbridge General Insurance Corporation</p> <p>c/o Palliser Insurance Attn: Ross Bucsis 12B, 1235 – 64 Ave SE Calgary, AB T2H 2J7</p>	<p><a href="mailto:rbucsis@PalliserInsurance.ca">rbucsis@PalliserInsurance.ca</a></p>	<p>PH: 403-640-0264 (x107) FX: 1-866-928-5516</p>	<p>D&amp;O Insurer for ECHS and EMSS</p>