

CANADA  
PROVINCE OF QUÉBEC  
DISTRICT OF MONTRÉAL  
No.: 500-11-041305-117

**SUPERIOR COURT**  
(Commercial Division)  
(sitting as a court designated pursuant to the *Companies' Creditors  
Arrangement Act*, R.S.C. 1985, c. C-36, as amended)

**IN THE MATTER OF THE PLAN OF  
COMPROMISE OR ARRANGEMENT OF:**

**Homburg Invest Inc.  
Homburg Shareco Inc.**

**Debtors / Petitioners**

-and-

**Churchill Estates Development Ltd.  
Inverness Estates Development Ltd.  
CP Development Ltd.  
North Calgary Land Ltd.  
Homburg Management (Canada) Inc.**

**Debtors**

-and-

**Homco Realty Fund (52) Limited Partnership  
Homco Realty Fund (61) Limited Partnership  
Homco Realty Fund (83) Limited Partnership  
Homco Realty Fund (88) Limited Partnership  
Homco Realty Fund (89) Limited Partnership  
Homco Realty Fund (92) Limited Partnership  
Homco Realty Fund (94) Limited Partnership  
Homco Realty Fund (96) Limited Partnership  
Homco Realty Fund (105) Limited Partnership  
Homco Realty Fund (121) Limited Partnership  
Homco Realty Fund (122) Limited Partnership  
Homco Realty Fund (142) Limited Partnership  
Homco Realty Fund (190) Limited Partnership  
Homco Realty Fund (191) Limited Partnership  
Homco Realty Fund (199) Limited Partnership  
Castello Development Ltd.**

**Mises-en-cause**

-and-

**Samson Bélair/Deloitte & Touche Inc.**

**Monitor**

**CONVENIENCE CLASS CLAIM DECLARATION**

Please read the enclosed Instruction Letter carefully prior to completing this Convenience Class Claim Declaration Form.

PRIOR TO COMPLETING THIS FORM, YOU SHOULD REVIEW THE INFORMATION CIRCULAR INCLUDING THE SECTIONS ENTITLED “*DESCRIPTION OF THE HII/SHARECO PLAN – NEWCO COMMON SHARES CASH-OUT OPTION*” AND “*ESTIMATED RECOVERY BY AFFECTED CREDITORS AND ELECTING CREDITORS UNDER THE HII/SHARECO PLAN AND BY HOMCO 61 AFFECTED CREDITORS AND ELECTING CREDITORS UNDER THE HOMCO 61 PLAN*”, WHICH CONTAIN IMPORTANT INFORMATION REGARDING THE NEWCO COMMON SHARES CASH-OUT OPTION.

In connection with the Second Joint Amended and Restated Plan of Compromise and Reorganization of Homburg Invest Inc. and Homburg Shareco Inc. pursuant to the *Companies' Creditors Arrangement Act* (Canada) and the *Business Corporations Act* (Alberta) dated May 3, 2013 (as amended, restated, modified and/or supplemented from time to time, the "**Plan**"), the undersigned hereby elects as follows (*check one*):

**To be treated as a Convenience Class Creditor** and thereby to receive the Cash Elected Amount in full and final satisfaction of the Proven Claim(s) of the undersigned, and hereby acknowledges that the undersigned shall be deemed to vote its Voting Claim(s) in favour of the Plan at the HII/Shareco Creditors' Meeting;

**OR**

**To receive the Newco Common Shares Cash-Out Option** with respect to its Pro Rata Share of the Newco Common Shares under the Plan. By selecting this option, the undersigned hereby:

- (i) acknowledges that it shall receive its *pro rata* share of the Aggregate Newco Common Shares Final Cash-Out Amount and its Pro Rata Share of the Cash Pool and the Asset Realization Cash Pool and no other entitlement to the Newco Common Shares.
- (ii) irrevocably directs and is deemed irrevocably to direct Newco to issue its Pro Rata Share of Newco Common Shares pursuant to and in accordance with the Letter of Instruction to be provided by Catalyst to the Monitor in accordance with the Plan; and
- (iii) represents and warrants that it has the all power, capacity and authority to make the Newco Common Shares Cash-Out Election and has received any required consents and approvals so that Catalyst will receive free and clear title to the Newco Common Shares when issued.

**OR**

**To be treated as an Affected Creditor (other than a Convenience Class Creditor or an Electing Creditor)** and thereby be entitled to vote its Voting Claim(s) of the undersigned (in person or by Proxy) at the HII/Shareco Creditors' Meeting and to receive the rights and distributions provided for under and pursuant to the Plan.

For purposes of this declaration terms not defined herein shall have the meanings ascribed thereto in the Plan.

**DATED** the                      day of                      2013.

\_\_\_\_\_  
(Print Legal Name of Affected Creditor)

\_\_\_\_\_  
(Signature of Affected Creditor or an Authorized Signing Officer of the Affected Creditor)

\_\_\_\_\_  
(Print Name, Title and Phone Number of Authorized Signatory)

\_\_\_\_\_  
(Amount of Affected Claim(s) as at Claims bar Date)

\_\_\_\_\_  
(Mailing Address of Affected Creditor)

\_\_\_\_\_  
(Name of Affected Creditors' Banking Institution and Address, Account Number and IBAN)

PLEASE COMPLETE, SIGN AND DATE THIS CONVENIENCE CLASS CLAIM DECLARATION AND (I) RETURN IT TO SAMSON BÉLAIR/DELOITTE & TOUCHE INC., IN ITS CAPACITY AS MONITOR, AT ONE OF THE ADDRESSES LISTED BELOW, BY 11:00 A.M. (EASTERN PREVAILING TIME) / 5:00 P.M. (CENTRAL EUROPEAN TIME) ON MAY 29, 2013 OR 24 HOURS (EXCLUDING SATURDAYS, SUNDAYS AND QUEBEC STATUTORY HOLIDAYS) PRIOR TO THE TIME OF ANY ADJOURNMENT, POSTPONEMENT OR RESCHEDULING OF THE RELEVANT HII/SHARECO CREDITORS MEETING OR (II) DEPOSIT THIS PROXY WITH THE CHAIR AT THE RELEVANT HII/SHARECO CREDITORS' MEETING (OR ANY ADJOURNMENT, POSTPONEMENT OR RESCHEDULING THEREOF) IMMEDIATELY PRIOR TO THE VOTE AT THE TIME SPECIFIED BY THE CHAIR (THE "ELECTION/ PROXY DEADLINE"). PLEASE RETURN OR DEPOSIT YOUR CONVENIENCE CLASS CLAIM DECLARATION SO THAT IT IS ACTUALLY RECEIVED BY THE MONITOR OR THE CHAIR ON OR BEFORE THE ELECTION/PROXY DEADLINE.

**Samson Bélaïr/Deloitte & Touche Inc., Court-appointed Monitor of Homburg Invest Inc. and related entities**

**1 Place Ville-Marie, Suite 3000  
Montréal, QC, H3B 4T9**

**Attention: Mr. Patrick Fillion  
Fax: (514) 393-5344  
Email: [homburginvestccaa@deloitte.ca](mailto:homburginvestccaa@deloitte.ca)**

or

**Deloitte Financial Advisory Services B.V., agent for the Court-appointed Monitor of Homburg Invest Incorporated et. al  
Antwoordnummer 48485  
1040 WD Amsterdam  
The Netherlands**

**Attention: Restructuring Services  
Fax: +31 (0)88 2889750  
Email: [homburginvestccaa@deloitte.ca](mailto:homburginvestccaa@deloitte.ca)**

