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 -

(Settlement of Claim)

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:

JULY 6, 2017

LOCATION WHERE ORDER WAS PRONOUNCED:

CALGARY, ALBERTA

CLERK OF THE COUR

JUL 0 6 2017

JUDICIAL CENTRE

ElekE Damp

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, and Lutheran Church - Canada, the Alberta - British Columbia District Investments Ltd. (collectively the "Applicants"); **AND UPON** having read the Affidavit of Cameron Sherban sworn June 30, 2017; **AND UPON NOTING** the consent of counsel for the Applicants, Lutheran Church - Canada ("LCC"), the Monitor, and the

District Creditors' Committee hereon; AND UPON HEARING counsel for the Applicants, counsel for the Monitor, counsel for the District Creditors' Committee, and other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

- 1. LCC's claim shall be allowed at \$703,941.58 as an unsecured creditor of the District (the "LCC District Claim").
- 2. In full and final settlement of the LCC District Claim, LCC shall:
 - (a) receive without set-off, deduction or counterclaim the amount of \$164,000 on account of the Convenience Payment, as that term is defined in the District Plan and its pro-rata share of all other cash distributions under the District Plan; and
 - (b) not receive any shares in NewCo, as that term is defined in the District Plan, under the District Plan (the "NewCo Shares").
- 3. The 400,373 NewCo Shares held by the District in trust, pending the resolution of the LCC District Claim, shall be administered as follows
 - a. 2,595 Newco Shares shall be transferred to Lutheran Women's Missionary League Canada/ABC District in partial payment of its claim under the District Plan;
 - b. the remaining 397,778 Newco Shares shall be cancelled effective as of the date hereof and each of the Applicants; and

c. the District, the Monitor and NewCo are authorized to do all such other acts and to execute all such documents and instruments necessary or advisable to give

	Justice of the Court of Queen's Bench of Alberta
CONSENTED TO:	
BISHOP & McKENZIE LLP	McMILLAN LLP
Per : Francis N.J. Taman, counsel for the Applicants	Per : Adam Maerov, counsel for Lutheran Church - Canada
CASSELS BROCK & BURCKWELL LLP	BENNETT JONES LLP
Per :	Per :Chris Simard, counsel for the District Creditors' Committee

effect to such transfer and cancellation.

c. the District, the Monitor and NewCo are authorized to do all such other acts and to execute all such documents and instruments necessary or advisable to give effect to such transfer and cancellation.

	Justice of the Court of Queen's Bench of Alberta				
CONSENTED TO:					
BISHOP & McKENZIE LLP	McMILLAN LLP				
Per :Francis N.J. Taman, counsel for the Applicants	Per : Adam Maerov, counsel for Lutheran Church - Canada				
CASSELS BROCK & BLACKWELL LLP	BENNETT JONES LLP				
Per : Jeffrey Oliver, counsel for the Monitor	Per: Chris Simard, counsel for the				

c. the District, the Monitor and NewCo are authorized to do all such other acts and to execute all such documents and instruments necessary or advisable to give effect to such transfer and cancellation.

				Jus	tice of the	Court of Qu	ueen's Beni	ch of Alberta
	'Agun da							
CONS	ENTED TO:		, are salidayin	udi Autolof			brid wilst	
				\$4.把使用:			#6) ENGLER	gamita e.
BISHO	P & McKEN	ZIE LLP		Marcon State (15 April 1886 - Tanan State	McMILLA	NIID	ar eta, massare. Carlos cuators	
	sen unit se tendro del Controlo del Sector del							
		ala ka ka ja	vii Vairus	er lejr Militer	i dayaşı day			ilania a c
Per					Per · ·····	المناصفة والمناطقة		
r (that T	Francis N.J	l. Taman, co	unsel for		A	dam Maerov	. counsel for	
掛盐的	the Applica	ints				utheran Chu		
		M.S.C.L.C.		ve trendu				
				40246	Objeranty)			
CASSI	ELS BROCK	& PLACKWI	ELL LLP		BENNET	T JONES LLI		
	A A	/ 1		STANK A				omitorista de la si- Hage i desta de la si-
	11 11 .	7 1						
Per			da kajida ji seriy		Per:	zonei/, by kole, i/k i	4443,4116.	<u> Marija ja j</u>
ilyal - J		er, counsel f	or the			hris Simard,		
	Monitor				D .	Istrict Credite	ors' Committe	96