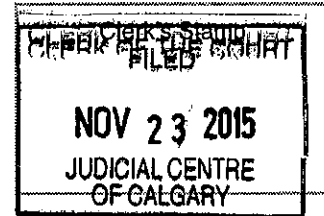


COURT FILE NUMBER 1501-00955
COURT COURT OF QUEEN'S BENCH
OF ALBERTA
IN BANKRUPTCY AND INSOLVENCY
JUDICIAL CENTRE CALGARY



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 **APPLICATION BY THE APPLICANTS**

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: 403-263-3423

File: 103,007-003

NOTICE TO RESPONDENT(S)

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

The Applicants wish to apply for an order restricting access to court proceedings or records.

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

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

Date: MONDAY, NOVEMBER 30, 2015 – Commercial List
Time: 3:00 PM
Where: Calgary Courts Centre, 601 - 5th Street SW, Calgary, Alberta
Before Whom: The Honourable Justice B.E.C. Romaine in Chambers

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

Remedy claimed or sought:

1. An Order declaring service of notice of this application and the supporting materials to be good and sufficient, and shortening the time for service, if necessary;
2. An Order approving the transfer of the following lands in the form attached as Schedule "A":

CONDOMINIUM PLAN 0011410
UNIT 51
AND 43 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON
PROPERTY
EXCEPTING THEREOUT ALL MINES AND MINERALS
("319 Triune Bay").
3. An Order approving the sale of the following lands in the form attached as Schedule "B":

PLAN 9423702
LOT C
CONTAINING 22.54 ACRES MORE OR LESS
EXCEPTING THEREOUT ALL MINES AND MINERALS
AREA: 9.12 HECTARES (22.54 ACRES) MORE OR LESS
(the "St. Albert Lands").
4. An Order sealing the Second Confidential Affidavit of Cameron Sherban sworn November 23, 2015 in the form attached as Schedule "C";
5. An Order, substantially in the form attached as Schedule "D" scheduling the meeting of creditors of Lutheran Church – Canada, the Alberta – British Columbia District Investments Ltd. ("DIL");
6. such further and other relief as this Honourable Court may allow.

Grounds for making this application:

7. Encharis Community Housing and Services ("ECHS") is the owner of 319 Triune Bay. On or about August 12, 2005, ECHS entered into a life lease agreement respecting 319 Triune Bay with George, Inez, Gerald and Connie Robinson (the "Robinsons").
8. On December 17, 2014, prior to the Initial Order being granted in these proceedings, the Robinsons surrendered the life lease pursuant to the terms of the life lease agreement.
9. ECHS has made efforts to sell 319 Triune Bay, but has been unable to do so.

10. The Robinsons are prepared to make payment of \$3,000.00 to ECHS in exchange for title to 319 Triune Bay in accordance with what has been proposed in the Amended ECHS Plan filed November 18, 2015.
11. Waiting for the DIL Plan to be sanctioned and carried out will cause hardship for the Robinsons.
12. Lutheran Church – Canada, the Alberta – British Columbia District (the “District”) is the owner of the St. Albert Lands.
13. The District has entered into a purchase and sale agreement for the St. Albert Lands.
14. The sale price in the purchase and sale agreement for the St. Albert Lands is reasonable. It is proposed that the net sale proceeds from the sale of the St. Albert Lands would be held in trust and the distribution would form part of the Plans of Arrangement proposed by the Applicants.
15. DIL has developed a Plan of Compromise and Arrangement, and wishes to hold meetings of creditors to have its Plan of Compromise and Arrangement approved.

Material or evidence to be relied on:

16. Affidavit of Cameron Sherban sworn November 23, 2015;
17. Second Confidential Affidavit of Cameron Sherban sworn November 23, 2015;
18. the pleadings and other materials filed herein; and
19. such other and further material as counsel may advise and this Honourable Court may permit.

Applicable rules:

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

Applicable Acts and regulations:

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

Any irregularity complained of or objection relied on:

None

How the application is proposed to be heard or considered:

In person

WARNING

The information that is the subject of this application must not be published before the application is heard without the Court's permission.

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

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

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 nd Street SW Calgary, AB T2P 3K4	jkeeble@deloitte.ca	PH: 403-267-1777 FX: 403-718-3681	Monitor
Gowling LaFleur Henderson LLP Attn: Jeffrey Oliver 1600-421-7 th Avenue SW Calgary, AB T2P 4K9	Jeffrey.oliver@gowlings.com	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	LCCBenefits@element.ca	PH: 1-800-588-4226	Creditor NOTE – NOT SERVED AS PER REQUEST RECEIVED FROM LCC WORKER BENEFITS JULY 9, 2015

<p>McMillan Binch</p> <p>Attn: Adam Maerov 1700-421-7 Ave SW Calgary, AB T2P 4K9</p>	<p>adam.maerov@mcmillan.ca</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 1600-520-3rd Avenue SW Calgary, AB T2P 0R3</p>	<p>dhutchison@mlt.com</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>jill.curtis@albertahealthservices.ca</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>simardc@bennettjones.com</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>Janice.elmquist@gov.ab.ca</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 1900-520-3rd Ave SW Calgary, AB T2P 0R3</p>	<p>rgurofsky@blg.com</p>	<p>PH: 403-232-9774 FX: 403-266-1395</p>	<p>Counsel for Vic Fisher and Elfie Fisher</p>

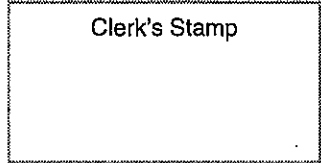
DIL Depositors Notice of Monitor's website address mailed by regular mail to last known address January 26, 2015 per Affidavit of Mailing filed February 4, 2015			Account holders in DIL
DIL Creditors Committee Attn: Doug Nishimura Field LLP 400-604-1 st Street SW Calgary, AB T2P 1M7	dnishimura@fieldlaw.com	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 th Street SW Calgary, AB T2P 0R4	moroz@mcleod-law.com	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	bturnquist@mcleod-law.com	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 rd 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 600-250-5th Street SW Calgary, AB T2P 0R4</p>	<p>Edward.Asare-Quansah@asc.ca; Vi.Pickering@asc.ca</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>sstephens@owenbird.com</p>	<p>PH: 604-691-7521 FX: 604-632-4447</p>	<p>Counsel for banking software provider</p>
<p>Attn: Terry Czechowskyj Miles Davison LLP 1600-205-5TH Avenue SW Calgary, AB T2P 2V7</p>	<p>tczech@milesdavison.com</p>	<p>PH: 403-298-0326 FX: 403-263-6840</p>	<p>Counsel for approximately 60 depositors</p>
<p>Attn: Errin Poyner Sugden, McFee & Roos LLP 700-375 Water Street Vancouver, BC V6B 5C6</p>	<p>epoyner@smrlaw.ca</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>Michael.johnson@marsh.com</p>	<p>PH: 780-917-4852 FX: 780-429-1422</p>	<p>D&O Insurer for the District and DIL</p>
<p>Northbridge General Insurance Corporation</p> <p>c/o Westland Insurance Brokers Ltd. Attn: Ross Buccsis 24-8180 Macleod Trail SE Calgary, AB T2H 2B8</p>	<p>rbuccsis@westlandinsurance.ca</p>	<p>PH: 403-640-0264 (x107) FX: 1-866-422-7990</p>	<p>D&O Insurer for ECHS and EMSS</p>
<p>Attn: Sean Ward Reynolds Mirth Richards & Farmer LLP 3200-10180-101 Street Edmonton, AB T5J 3W8</p>	<p>sward@rmrf.com</p>	<p>PH: 780-497-3334 FX: 780-429-3044</p>	<p>Counsel for offeror of St. Albert Lands</p>
<p>Attn: Dale Hiebert</p>	<p>dhiebert@wittenlaw.com</p>	<p>PH: 780-441-3235</p>	<p>Counsel for offeror</p>

Witten LLP 2500-10303 Jasper Avenue Edmonton, AB T5J 3N6		FX: 780-429-2559	of St. Albert Lands
George and Inez Robinson c/o Jerry or Connie Robinson 4 Castlebury Court NE Calgary, Alberta T3J 1L5	jorcrobison@gmail.com	PH: 403-285-9763	Former life lease residents at 319 Triune Bay

SCHEDULE "A"

COURT FILE NUMBER 1501-00955
COURT COURT OF QUEEN'S BENCH OF ALBERTA
IN BANKRUPTCY AND INSOLVENCY
JUDICIAL CENTRE CALGARY
IN THE MATTER OF THE *COMPANIES'*
CREDITORS ARRANGEMENT ACT,
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 **APPROVAL AND VESTING ORDER (319 Triune Bay)**

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, NOVEMBER 30, 2015
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, 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 Application, the

Affidavits of Cameron Sherban; **AND UPON READING** the Reports of the Monitor; **AND UPON HEARING** counsel for the Applicants, counsel for the Monitor, and other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. Service of notice of the application for this Order, and all supporting materials, as set out in the Affidavit of Charlene Everett respecting the Application filed November 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").

TRANSFER OF LANDS

3. In this Order the following terms shall have the following meaning:
 - (a) "Beneficiaries of the Charges" means the beneficiaries of the Administration Charge, and the Directors' Charge;
 - (b) "Lands" means the lands legally described as:

Condominium Plan 0011410
Unit 51
And 43 undivided one ten thousandth shares in the common property

EXCEPTING THEREOUT ALL MINES AND MINERALS

which is municipally known as 319, Triune Bay, Calgary, Alberta;
 - (c) "Payment" means the sum of \$3,000.00;
 - (d) "Transferees" mean George Robinson, Inez Robinson, Gerald Robinson and Connie Robinson.
4. Upon the Transferees paying to ECHS the Payment, the transfer of the Lands to the Transferees is hereby authorized and approved. For greater certainty, but without otherwise limiting the generality of the forgoing, the Payment shall be held in trust by ECHS' solicitors for the benefit of the DIL Depositors.

5. ECHS and the Monitor are hereby authorized and directed to execute all deeds, documents, and agreements, and to do all things reasonably necessary to complete the transfer of the Lands and to carry out the terms of this Order.

6. Upon filing a certified copy of this Order (either with or without the Schedule) in the Alberta Land Titles Office together with a letter from the lawyer for the Applicants authorizing such registration and subject to the terms of this Order, the Lands shall vest in the Transferees, free and clear of any estate, right, title, interest, equity of redemption, and other claims of the parties, together with any other charges, liens, encumbrances, caveats, or certificate of pending litigation registered against the Lands, and the Registrar of Land Titles in and for the Province of Alberta shall register the Lands in the name of the Transferees subject to the reservations, provisos, exceptions, and conditions expressed in the original grants thereof from the Crown, and shall discharge all encumbrances except for:

- (a) 981 274 372 Easement;
- (b) 001 042 374 Easement;
- (c) 001 150 641 Restrictive Covenant;
- (d) 001 150 642 Agreement;
- (e) 001 150 643 Restrictive Covenant.

7. Upon the Monitor delivering a certificate (the "Monitor's Certificate") to the Court in the form attached as Schedule "A" certifying that the transfer of the Lands has been completed and the Payment has been tendered to ECHS then:

- (a) the Lands shall be vested in the name of the Transferees, free of all estate, right, title, interest, rental, and equity of redemption of ECHS and all persons who claim by, through or under ECHS in respect of the Lands;
- (b) ECHS and all persons who claim by, through or under ECHS shall stand absolutely barred and foreclosed from all estate, right, title, interest, rental, and equity of redemption of the Lands and, to the extent that any such person remains in possession or control of any of the Lands, they shall forthwith deliver possession of same to the Transferees or their nominee; and
- (c) the Transferees shall be entitled to enter into and upon, hold and enjoy the Lands for their own use and benefit without any interference of or by ECHS, or any person claiming by or through or against ECHS on any of the Lands.

8. ECHS is authorized and empowered, in respect of the Lands, to execute and deliver:
- (a) such additional, related or ancillary documents and assurances governing or giving effect to the sale of the Lands, which in ECHS' discretion are reasonably necessary or advisable to conclude the transactions contemplated in or in furtherance of the transfer of the Lands and/or this Order; and
 - (b) any and all instruments and documents in respect of the Lands as may be required by the Registrar of the Land Titles Office of Alberta or deemed reasonably necessary by ECHS, and the Registrar is hereby directed, notwithstanding section 191(1) of the *Land Titles Act* to effect registration of any such instrument or document so executed by ECHS or its solicitors.
9. Upon the filing of the Monitor's Certificate, the Monitor may discharge, or authorize the discharge of, any security registration or registrations in the Personal Property Registry of Alberta as may be required to properly convey clear title of the Lands to the Transferees.
10. Until further Order of this Honourable Court, Bishop & McKenzie LLP shall hold the Payment in trust and such Payment shall stand in the place and stead of the Lands transferred pursuant to this Order, and all claims of whatsoever nature or kind, including without limitation, all liens, claims, encumbrances, mortgages, proprietary claims, trust claims, lease claims, and other interests (the "Claims") shall attach solely to the Payment with the same validity, priority and in the same amounts and subject to the same defences that were or may have been available when the Claims were attached to the Lands itself.
11. Notwithstanding paragraph 9 of this Order, the Monitor is authorized, in its sole discretion and as it deems necessary or appropriate, to direct that any or all of the Payment be paid to valid and enforceable claims that exist in respect of the Payment; provided however, that adequate provision has been made for the Beneficiaries of the Charges.
12. Any provision made for the Beneficiaries of the Charges by the Monitor pursuant to paragraph 11 hereof shall be done with the consent of the Beneficiaries of the Charges and shall be without prejudice to any subsequent application to allocate Charges pursuant to paragraph 40 of the Initial Order.

13. Upon the Monitor's Certificate being filed, any claim of the Transferees against ECHS pursuant to the life lease registered as Instrument No. 051 370 310 is deemed satisfied.

14. Notwithstanding:

(a) the pendency of these proceedings and the declaration of insolvency made herein;

(b) any bankruptcy Order sought or issued pursuant to the *Bankruptcy and Insolvency Act* (the "*BIA*") in respect of any of the Applicants, and

(c) the provisions under the *BIA*, or any other applicable federal or provincial legislation or common law,

the transfer of the Lands or any transaction contemplated hereby or coordinated therewith shall constitute legal, valid and binding obligations of the Applicants enforceable against them in accordance with the terms thereof, and neither the transfer of the Lands nor any transaction contemplated hereby or coordinated therewith will be void or voidable at the instance of creditors and claimants and do not constitute nor shall they be deemed to constitute settlements, fraudulent preferences, assignments, fraudulent conveyances, oppressive conduct, or other reviewable transactions under the *BIA*, or any other applicable federal or provincial legislation, or common law.

Justice of the Court of Queen's Bench of Alberta

SCHEDULE "A"

COURT FILE NUMBER 1501-00955

COURT COURT OF QUEEN'S BENCH
OF ALBERTA

IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE CALGARY

Clerk's Stamp

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 **MONITOR'S CERTIFICATE
(319 Triune Bay)**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

Gowling LaFleur Henderson LLP
1600-521-7th Avenue SW
Calgary, Alberta T2P 4K9
Attn: Jeffrey Oliver
Phone: 403-298-1000
Fax: 403-263-9193

RECITALS

- A. Pursuant to an Order of the Honourable Justice K.D. Yamauchi of the Court of Queen's Bench of Alberta, Judicial District of Calgary (the "Court") dated January 23, 2015, Deloitte Restructuring Inc. was appointed as the Monitor of the Applicants.
- B. Pursuant to an Order of the Court dated November 30, 2015 (the "Approval and Vesting Order (319 Triune Bay)"), the Court approved the transfer of the Lands, as that term is defined in the Approval and Vesting Order (319 Triune Bay) and provided for the vesting in George Robinson, Inez Robinson, Gerald Robinson and Connie Robinson (collectively the "Robinsons") all of ECHS's right, title and interest in and to the Lands, which vesting is to be effective with respect to the Lands upon the delivery by the Monitor to the Robinsons of a certificate confirming the payment by the Robinsons of the Payment, as that term is defined in the Approval and Vesting Order (319 Triune Bay) to ECHS.

THE MONITOR CERTIFIES THE FOLLOWING:

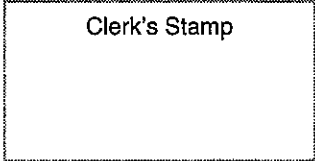
1. The Robinsons have paid and ECHS has received the Payment;
2. The transfer of the Lands has been completed to the satisfaction of the Monitor;
and
3. This Certificate was delivered by the Monitor at _____ on _____.

Deloitte Restructuring Inc.,
In its capacity as Court-appointed Monitor of
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.

Jeff Keeble CA, CIRP, CBV
Senior Vice-President

SCHEDULE "B"

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 **APPROVAL AND VESTING ORDER
(St. Albert Lands)**

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, NOVEMBER 30, 2015
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, EnCharis Management and Support Services, and Lutheran Church – Canada, the Alberta – British Columbia District Investments Ltd. (collectively the "Applicants"); **AND UPON HAVING READ**

the Application, and the Affidavits of Cameron Sherban; **AND UPON READING** the Reports of the Monitor; **AND UPON HEARING** counsel for the Applicants, counsel for the Monitor, and other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. Service of notice of the application for this Order, and all supporting materials, as set out in the Affidavit of Charlene Everett respecting the Application filed November 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").

SALE OF LANDS

3. In this Order the following terms shall have the following meaning:
 - (a) "Beneficiaries of the Charges" means the beneficiaries of the Administration Charge, and the Directors' Charge;
 - (b) "Lands" means the lands legally described as:

PLAN 9423702
LOT C
CONTAINING 22.54 ACRES MORE OR LESS
EXCEPTING THEREOUT ALL MINES AND MINERALS
AREA: 9.12 HECTARES (22.54 ACRES) MORE OR LESS

which is municipally known as 54211 Range Rd 253, St. Albert, Alberta;
 - (c) "Net Proceeds" means the proceeds from the sale of the Lands, less amounts required to pay all reasonable and ordinary closing costs, including without limitation goods and services and other applicable sales taxes, property taxes, commissions, and all other closing costs normally associated with a transaction of this nature including legal fees and disbursements;

- (d) "Purchase and Sale Agreement" means the agreement and letter in writing respecting the sale of the Lands from the District to the Purchaser dated November 12, 2015 which is attached as Exhibit "C" to the Second Confidential Affidavit of Cameron Sherban sworn November 23, 2015;
- (e) "Purchaser" means the purchaser listed in the Purchase and Sale Agreement or such purchaser's nominee, as listed in the Solicitor's Letter.

4. The sale of the Lands to the Purchaser in accordance with the terms and conditions of the Purchase and Sale Agreement be and is hereby authorized and approved.

5. The District and the Monitor are hereby authorized and directed to execute all deeds, documents, and agreements, and to do all things reasonably necessary to complete the sale of the Lands and to carry out the terms of this Order.

6. Upon filing a certified copy of this Order (either with or without the Schedule) in the Alberta Land Titles Office together with a letter from the lawyer for the Applicants authorizing such registration (the "Solicitor's Letter") and subject to the terms of this Order, the Lands shall vest in the Purchaser, free and clear of any estate, right, title, interest, equity of redemption, and other claims of the parties, and any other charges, liens, encumbrances, caveats, or certificate of pending litigation registered against the Lands, and the Registrar of Land Titles in and for the Province of Alberta shall register the Lands in the name of the Purchaser subject to the reservations, provisos, exceptions, and conditions expressed in the original grants thereof from the Crown, and shall discharge all encumbrances except for:

- (a) 892 228 285 Utility Right of Way;
- (b) 942 359 649 Caveat re: Development Agreement;
- (c) 012 386 392 Utility Right of Way;
- (d) 132 415 098 Utility Right of Way.

The Registrar is hereby directed to register the Lands in the name of the Purchaser in accordance with this Order notwithstanding section 191(1) of the *Land Titles Act*.

7. Upon the Monitor delivering a certificate (the "Monitor's Certificate") to the Court in the form attached as Schedule "A" certifying that the sale of the Lands has closed substantially in accordance with the terms of the Purchase and Sale Agreement and all purchase monies due and owing in respect of such sale have been tendered to the District then:

- (a) the Lands shall be owned by the Purchaser, free of all estate, right, title, interest, rental, and equity of redemption of the District and all persons who claim by, through or under the District in respect of the Lands, other than any permitted encumbrances expressly set forth in the Purchase and Sale Agreement;
- (b) the District and all persons who claim by, through or under the District shall stand absolutely barred and foreclosed from all estate, right, title, interest, rental, and equity of redemption of the Lands and, to the extent that any such person remains in possession or control of any of the Lands, they shall forthwith deliver possession of same to the Purchaser or its nominee; and
- (c) the Purchaser shall be entitled to enter into and upon, hold and enjoy the Lands for its own use and benefit without any interference of or by the District, or any person claiming by or through or against the District on any of the Lands.

8. The District is authorized and empowered, in respect of the Lands, to execute and deliver:

- (a) such additional, related or ancillary documents and assurances governing or giving effect to the sale of the Lands, which in the District's discretion are reasonably necessary or advisable to conclude the transactions contemplated in or in furtherance of the purchase of the Lands and/or this Order; and
- (b) any and all instruments and documents in respect of the Lands as may be required by the Registrar of the Land Titles Office of Alberta or deemed reasonably necessary by the District, and the Registrar is hereby directed notwithstanding section 191(1) of the *Land Titles Act* to effect registration of any such instrument or document so executed by the District or its solicitors.

9. Upon the filing of the Monitor's Certificate, the Monitor may discharge, or authorize the discharge of, any security registration or registrations in the Personal Property Registry of Alberta as may be required to properly convey clear title of the Lands to the Purchaser.

10. Until further Order of this Honourable Court, Bishop & McKenzie LLP shall hold all Net Proceeds in trust and such Net Proceeds shall stand in the place and stead of the Lands transferred pursuant to this Order, and all claims of whatsoever nature or kind, including without limitation, all liens, claims, encumbrances, mortgages, proprietary claims, trust claims, lease claims, and other interests (the "Claims") shall attach solely to the Net Proceeds with the same

validity, priority and in the same amounts and subject to the same defences that were or may have been available when the Claims were attached to the Lands itself.

11. Notwithstanding paragraph 9 of this Order, the Monitor is authorized, in its sole discretion and as it deems necessary or appropriate, to direct that any or all of the Net Proceeds be paid to valid and enforceable claims that exist in respect of the Net Proceeds; provided however, that adequate provision has been made for the Beneficiaries of the Charges.

12. Any provision made for the Beneficiaries of the Charges by the Monitor pursuant to paragraph 11 hereof shall be done with the consent of the Beneficiaries of the Charges and shall be without prejudice to any subsequent application to allocate Charges pursuant to paragraph 40 of the Initial Order.

13. Notwithstanding:

- (a) the pendency of these proceedings and the declaration of insolvency made herein;
- (b) any bankruptcy Order sought or issued pursuant to the *Bankruptcy and Insolvency Act* (the "BIA") in respect of any of the Applicants, and
- (c) the provisions under the BIA, or any other applicable federal or provincial legislation or common law,

the Purchase and Sale Agreement or any transaction contemplated hereby or coordinated therewith shall constitute legal, valid and binding obligations of the Applicants enforceable against them in accordance with the terms thereof, and neither the Purchase and Sale Agreement nor any transaction contemplated hereby or coordinated therewith will be void or voidable at the instance of creditors and claimants and do not constitute nor shall they be deemed to constitute settlements, fraudulent preferences, assignments, fraudulent conveyances, oppressive conduct, or other reviewable transactions under the BIA, or any other applicable federal or provincial legislation, or common law.

Schedule "A"

COURT FILE NUMBER 1501-00955

COURT COURT OF QUEEN'S BENCH
OF ALBERTA

IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE CALGARY

Clerk's Stamp

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 **MONITOR'S CERTIFICATE
(St. Albert Lands)**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

Gowling LaFleur Henderson LLP
1600-521-7th Avenue SW
Calgary, Alberta T2P 4K9
Attn: Jeffrey Oliver
Phone: 403-298-1000
Fax: 403-263-9193

RECITALS

- A. Pursuant to an Order of the Honourable Justice K.D. Yamauchi of the Court of Queen's Bench of Alberta, Judicial District of Calgary (the "Court") dated January 23, 2015, Deloitte Restructuring Inc. was appointed as the Monitor of the Applicants.
- B. Pursuant to an Order of the Court dated November 30, 2015 (the "Approval and Vesting Order (St. Albert Lands)"), the Court approved the agreement of purchase and sale made as of November 12, 2015 between the District and the Purchaser, as that term is defined in the Approval and Vesting Order (St. Albert Lands) and provided for the vesting in the Purchaser all of the District's right, title and interest in and to the Lands, as that term is defined in the Approval and Vesting Order (St. Albert Lands), which vesting is to be effective with respect to the Lands upon the delivery by the Monitor to the

Purchaser of a certificate confirming the payment by the Purchaser of the purchase monies for the Lands to the District.

THE MONITOR CERTIFIES THE FOLLOWING:

1. The Purchaser (or its nominee) has paid and the District has received the purchase monies for the Lands;
2. The sale of the Lands has been completed to the satisfaction of the Monitor; and
3. This Certificate was delivered by the Monitor at _____ on _____.

Deloitte Restructuring Inc.,
In its capacity as Court-appointed Monitor of
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.

Jeff Keeble CA, CIRP, CBV
Senior Vice-President

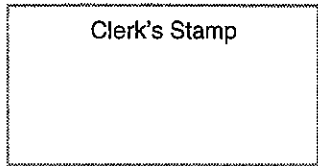
COURT FILE NUMBER **SCHEDULE "C"**
 1501-00955

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 (Sealing Affidavit)**

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, NOVEMBER 30, 2015**

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, Encharis Community Housing and Services, EnCharis Management and Support Services, and Lutheran Church – Canada, the Alberta – British Columbia District Investments Ltd. (collectively the "Applicants"); **AND UPON HAVING READ** the Application,

the Affidavits of Cameron Sherban; **AND UPON READING** the Reports of the Monitor; **AND UPON HEARING** counsel for the Applicants, counsel for the Monitor, and other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Division 4 of Part 6 of the Alberta Rules of Court does not apply to this Application.
2. The Second Confidential Affidavit of Cameron Sherban sworn November 23, 2015 (the "Second Confidential Affidavit of Cameron Sherban") and the Affidavit of Service of Charlene Everett dealing with the service of the Application upon the purchaser under the Purchase and Sale Agreement for the St. Albert Lands approved by the Court on November 30, 2015 shall be sealed and kept confidential, to be shown only to a Justice of the Court of Queen's Bench of Alberta, and accordingly, shall be filed with the Clerk of the Court who shall keep the Second Confidential Affidavit of Cameron Sherban in a sealed envelope, which shall be clearly marked "SEALED PURSUANT TO THE ORDER OF THE HON. JUSTICE B.E.C ROMAINE DATED NOVEMBER 30, 2015". Notwithstanding the foregoing, the Applicants and the Monitor may provide later Affidavit evidence or reports to the Court respecting the sale which is the subject of the Second Confidential Affidavit of Cameron Sherban once such sale has closed.
3. Any party may apply to set aside this Order upon providing the Applicants, the Monitor and all interested parties with five (5) days notice of such application.

Justice of the Court of Queen's Bench of Alberta

SCHEDULE "D"
1501-00955

COURT FILE NUMBER

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

Clerk's Stamp

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**
(DIL 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, NOVEMBER 30, 2015

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 Affidavit 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 November 21, 2015, as attached as Exhibit "J" to the Affidavit of Cameron Sherban sworn November 23, 2015 (the "DIL 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 Application filed November 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 DIL Plan. If a term appears in this Order which is defined in both the Initial Order and the DIL Plan, the definition in the DIL Plan shall govern.

FILING OF THE PLAN

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

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

CLASSIFICATION OF CREDITORS

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

NOTICE OF CREDITORS' MEETING AND INFORMATION PACKAGE

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

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

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

- (c) a copy of the Monitor's Report;
- (d) the DIL Notice of Creditors' Meeting;
- (e) the Proxy;
- (f) the Election Letter;
- (g) the Representative Action Letter;
- (h) the Notice of Opting Out.

8. The Monitor shall send a copy of the Information Package as soon as practicable, and in any event not later than December 14, 2015, to each DIL 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 DIL Eligible Affected Creditor specified by such DIL Eligible Affected Creditor in their proof of claim or otherwise provided to the Monitor.

9. The Chair (as defined in paragraph 14 of this DIL 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 DIL, considers necessary or desirable to conform the content thereof to the terms of the DIL Plan or this DIL Meeting Order, or to describe the DIL 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 December 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 DIL Eligible Affected Creditor who, no later than two business days prior the DIL 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 December 12, 2015, a newspaper notice of the DIL Creditors' Meeting, in substantially the form attached as **Schedule "4"** to this DIL 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 DIL 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 DIL Meeting Order, the DIL Plan and the DIL 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 DIL 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 DIL 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 DIL Creditors' Meeting (the "Chair") and shall decide all matters relating to the rules and procedures at, and the conduct of, the DIL Creditors' Meeting in accordance with the terms of the DIL Plan, this DIL Creditors' Meeting Order and further Orders of this Court. The Chair may adjourn the DIL Creditors' Meeting at his/her discretion.

15. DIL shall call, hold and conduct the DIL Creditors' Meeting on January 23, 2016 at 243209 Garden Road NE, 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 DIL Eligible Affected Creditors considering and voting on the DIL Plan and transacting such other business as may be properly brought before the DIL Creditors' Meeting.

ATTENDANCE AT CREDITORS' MEETING

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

17. A DIL Eligible Affected Creditor that is not an individual may only attend and vote at the DIL Creditors' Meeting if it has appointed a proxyholder to attend and act on its behalf at the DIL 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 DIL Plan at the DIL Creditors' Meeting or by Election Letter in respect of its claim.

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

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

21. For the purposes of voting on the DIL Plan, all DIL 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 DIL 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 DIL Creditors' Meeting shall be any two DIL Eligible Affected Creditors present in person or by Proxy at the DIL Creditors' Meeting.

23. If:

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

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

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

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

26. If the Resolution is approved in accordance with the terms of this DIL Meeting Order, the Resolution shall be ratified and given full force and effect in accordance with the provisions of this DIL 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 DIL Creditors' Meeting. A person or persons designated by the Monitor shall act as secretary (the "Secretary") at the DIL Creditors' Meeting and shall tabulate all votes made at the DIL Creditors' Meeting and by way of Election Letter.

28. The result of any vote conducted at the DIL 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 DIL Creditors' Meeting or by Election Letter, without prejudice to such Affected Creditor's ability to oppose the DIL Plan at the Sanction Hearing.

29. Following the vote at the DIL Creditors' Meeting, the Monitor shall tally the votes cast at the DIL Creditors' Meeting and by Election Letter, and determine whether the DIL 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 DIL Creditors' Meeting occurs with respect to whether the DIL Plan has achieved the Required Majority.

VOTING BY PROXY

31. All Proxies submitted in respect of the DIL 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. A DIL Eligible Affected Creditor wishing to appoint a Proxy to represent such DIL Eligible Affected Creditor at the DIL 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, 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: 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 DIL Creditors' Meeting or any adjournment thereof, or delivered by hand to the Chair prior to the commencement of the DIL Creditors' Meeting (or commencement of an adjourned DIL Creditors' Meeting in case of adjournment). After commencement of the DIL Creditors' Meeting (or commencement of an adjourned DIL 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) a DIL 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 DIL Eligible Affected Creditor or by its attorney, duly authorized in writing, or if a DIL 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 DIL Eligible Affected Creditor that bears or is deemed to bear a later date than an earlier Proxy submitted by such DIL Eligible Affected Creditor shall be deemed to revoke the earlier Proxy;
- (d) if more than one valid Proxy for the same DIL 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 DIL Eligible Affected Creditor's Claim in accordance with the direction of the DIL 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 DIL Creditors' Meeting and in the DIL Plan, and with respect to other matters that may properly come before the DIL Creditors' Meeting;
- (g) the Monitor in consultation with DIL 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 DIL 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

35. A DIL 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 DIL Plan that may be made in accordance with the DIL Plan.

36. A DIL 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

37. 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 DIL Creditors' Meeting or any adjournment thereof. After commencement of the DIL Creditors' Meeting (or commencement of an adjourned DIL Creditors' Meeting in case of adjournment), no Election Letters shall be accepted by the Monitor.

38. 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 DIL Eligible Affected Creditor that bears or is deemed to bear an earlier date than a later Election Letter submitted by such DIL Eligible Affected Creditor shall be discarded;
- (c) if more than one valid Election Letter for the same DIL 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 DIL 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.

HEARING FOR SANCTION OF THE PLAN

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

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

GENERAL

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

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

43. Notwithstanding the terms of this DIL Meeting Order, DIL 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 DIL Meeting Order.

EFFECT, RECOGNITION AND ASSISTANCE OF OTHER COURTS

44. This DIL 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.

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

Justice of the Court of Queen's Bench of Alberta

SCHEDULE "1" – NOTICE OF DIL 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 DIL CREDITORS' MEETING

Capitalized terms used and not otherwise defined in this Notice are as defined in the DIL Meeting Order dated November 30, 2015 and the DIL Plan dated November 21, 2015.

NOTICE IS HEREBY GIVEN THAT:

1. The Plan of Compromise and Arrangement of DIL, dated November 21, 2015 (as may be amended from time to time, the "DIL Plan") was filed pursuant to the *Companies' Creditors Arrangement Act* (the "CCAA") with the Alberta Court of Queen's Bench (the "Court") on December ____, 2015. The DIL Plan contemplates the compromise of the rights and claims of DIL's Affected Creditors (as defined in the DIL Plan).
2. Important documents which you should review in consideration of the DIL Plan are enclosed with this Notice and include the DIL Plan, the DIL Meeting Order, the Monitor's Report, the form of Proxy, the Election Letter, the Representative Action 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 vanallen@deloitte.ca or by telephone at 403-298-5955. Details of the DIL 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. DIL may vary, modify, amend, or supplement the DIL Plan in accordance with the provisions described in the DIL Plan and the DIL Meeting Order.
4. The Order of the Court dated November 30, 2015 (the "DIL Meeting Order") established the procedures for DIL to call, hold and conduct a meeting of its creditors (the "DIL Creditors' Meeting") to consider and vote on the DIL Plan. For the purpose of considering and voting on the DIL Plan, and receiving distributions thereunder, the Affected Claims of the DIL Affected Creditors shall be grouped into a single class under the DIL Plan.
5. The DIL Creditors' Meeting will be held at the following date, time and locations:

Date:	January 23, 2016
Time:	10:00 am
Location:	243209 Garden Road NE, Calgary, Alberta
6. Only those creditors with an Eligible Affected Claim, as defined under the DIL Plan (or their respective proxyholders), DIL 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 DIL Creditors' Meeting and vote on the DIL Plan. Holders of an Unaffected Claim (as defined in the DIL Plan) will not be entitled to attend and vote at the DIL Creditors' Meeting.

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

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

Any Eligible Affected Creditor who is unable to attend the DIL 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 DIL Creditors' Meeting or any adjournment thereof.

7. If the DIL Plan achieves the Required Majority (as defined below) at the DIL Creditors' Meeting, DIL shall seek approval of the DIL Plan by the Court at an application for the Sanction Order, which application shall be set after the creditors' meeting 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 DIL and the Monitor as well as those parties listed on the service list, which was attached to the DIL 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 DIL Plan, setting out the basis for such opposition.
8. In order for the DIL Plan to become effective:
 - (a) the DIL Plan must be approved at the DIL 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 DIL Plan must be sanctioned by the Court; and
 - (c) the conditions to the implementation of the DIL Plan as set out in the DIL 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
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 DIL 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 DIL Creditors' Meeting to be held in connection with the DIL Plan and at any and all adjournments, postponements or other rescheduling of the DIL 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 DIL Plan; or
- Vote **AGAINST** approval of the resolution to accept the DIL 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 DIL Creditors' Meeting and in the DIL Plan, and with respect to other matters that may properly come before the DIL 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 JANUARY 22, 2016 OR SUCH LATER DATE AS MAY BE THE LAST BUSINESS DAY PRIOR TO THE DATE THE DIL CREDITORS' MEETING HAS BEEN ADJOURNED TO, OR DELIVERED BY HAND TO THE CHAIR OF THE DIL CREDITORS' MEETING PRIOR THE COMMENCEMENT OF THE DIL CREDITORS' MEETING. AFTER COMMENCEMENT OF THE DIL 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

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 DIL MAY BE MODIFIED OR AMENDED IN ACCORDANCE WITH THE TERMS OF THE DIL PLAN BEFORE OR AT THE DIL CREDITORS' MEETING, OR AFTER THE DIL CREDITORS' MEETING WITH THE APPROVAL OF THE COURT.

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 DIL Plan as made on the November 21, 2015 as follows:

(mark one only):

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

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

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

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, 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 Investments Ltd. ("DIL"), dated November 21, 2015 (as may be amended from time to time, the "DIL Plan") was filed pursuant to the *Companies' Creditors Arrangement Act* (the "CCAA") with the Alberta Court of Queen's Bench (the "Court") on December __, 2015. The DIL Plan contemplates the compromise of the rights and claims of DIL's Affected Creditors (as defined in the DIL Plan).
2. Important documents which you should review in consideration of the DIL Plan include the DIL Plan, the DIL Meeting Order, the Monitor's Report, the form of Proxy, the Election Letter, the Representative Action 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 vanallen@deloitte.ca or by telephone at 403-298-5955.
3. DIL may vary, modify, amend, or supplement the DIL Plan in accordance with the provisions described in the DIL Plan and the DIL Meeting Order.
4. The Order of the Court dated November 30, 2015 (the "DIL Meeting Order") established the procedures for DIL to call, hold and conduct a meeting of its creditors (the "DIL Creditors' Meeting") to consider and vote on the DIL Plan. For the purpose of considering and voting on the DIL Plan, and receiving distributions thereunder, the Affected Claims of the DIL Affected Creditors shall be grouped into a single class under the DIL Plan.
5. The DIL Creditors' Meeting will be held at the following date, time and location:

Date: January 23, 2016
 Time: 10:00 am
 Location: 243209 Garden Road, Calgary, Alberta

6. Only those creditors with an Eligible Affected Claim, as defined under the DIL Plan (or their respective proxyholders), DIL 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 DIL Creditors' Meeting and vote on the DIL Plan. Holders of an Unaffected Claim (as defined in the DIL Plan) will not be entitled to attend and vote at the DIL Creditors' Meeting.

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

Any Eligible Affected Creditor who is unable to attend the DIL 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 DIL Creditors' Meeting or any adjournment thereof.

7. If the DIL Plan achieves the Required Majority (as defined below) at the DIL Creditors' Meeting, DIL shall seek approval of the DIL 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 DIL and the Monitor as well as those parties listed on the service list, which was attached to DIL 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 DIL Plan, setting out the basis for such opposition.
8. In order for the DIL Plan to become effective:
 - (a) the DIL Plan must be approved at the DIL 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 DIL Plan must be sanctioned by the Court; and
 - (c) the conditions to the implementation of the DIL Plan as set out in the DIL Plan must be satisfied or waived.

Dated at Calgary, Alberta on November ____. 2015.

SCHEDULE "5" – FORM OF RESOLUTION

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

AND WHEREAS DIL filed a plan of arrangement under the CCAA with respect to its creditors on December ____, 2015 (the "DIL Plan");

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

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

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

THE DIL CREDITORS RESOLVE THAT:

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

SERVICE RECIPIENT	EMAIL ADDRESS	PHONE/FAX	RECIPIENT STATUS
Deloitte Restructuring Inc. Attn: Jeff Keeble 700-850-2 nd Street SW Calgary, AB T2P 3K4	jkeeble@deloitte.ca	PH: 403-267-1777 FX: 403-718-3681	Monitor
Gowling LaFleur Henderson LLP Attn: Jeffrey Oliver 1600-421-7 th Avenue SW Calgary, AB T2P 4K9	Jeffrey.oliver@gowlings.com	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	LCCBenefits@element.ca	PH: 1-800-588-4226	Creditor NOTE – NOT SERVED AS PER REQUEST RECEIVED FROM LCC WORKER BENEFITS JULY 9, 2015

<p>McMillan Binch</p> <p>Attn: Adam Maerov 1700-421-7 Ave SW Calgary, AB T2P 4K9</p>	<p>adam.maerov@mcmillan.ca</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 1600-520-3rd Avenue SW Calgary, AB T2P 0R3</p>	<p>dhutchison@mlt.com</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>jill.curtis@albertahealthservices.ca</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>simardc@bennettjones.com</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>Janice.elmquist@gov.ab.ca</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 1900-520-3rd Ave SW Calgary, AB T2P 0R3</p>	<p>rgurofsky@blg.com</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 st Street SW Calgary, AB T2P 1M7	dnishimura@fieldlaw.com	PH: 403-260-8500 FX: 403-264-7084	Counsel for DIL Creditors' Committee
McLeod Law LLP Attn: Brett Turnquist 300-14505 Bannister Road SE, Calgary, AB T2X 3J3	bturnquist@mcleod-law.com	PH: 403-873-3728 FX: 403-271-1769	Counsel for the Estate of Eileen Burton (former Village resident)
Alberta Securities Commission Attn: Vi Pickering/Edward Asare-Quansah 600-250-5 th Street SW Calgary, AB T2P 0R4	Edward.Asare-Quansah@asc.ca ; Vi.Pickering@asc.ca	PH: 403-355-3889 FX: 403-297-2210	
Attn: Terry Czechowskyj Miles Davison LLP 1600-205-5 TH Avenue SW Calgary, AB T2P 2V7	tczech@milesdavison.com	PH: 403-298-0326 FX: 403-263-6840	Counsel for approximately 60 depositors
Attn: Errin Poyner Sugden, McFee & Roos LLP 700-375 Water Street Vancouver, BC V6B 5C6	epoyner@smrlaw.ca	PH: 604-687-7700 FX: 604-687-5596	Counsel for group of Depositors
Encon Group Inc. c/o Marsh Canada Limited Attn: Michael Johnson 10180-101 Street NW, Suite 680 Edmonton, AB T5J 3S4	Michael.johnson@marsh.com	PH: 780-917-4852 FX: 780-429-1422	D&O Insurer for the District and DIL
Northbridge General Insurance Corporation c/o Westland Insurance	rbucsis@westlandinsurance.ca	PH: 403-640-0264 (x107) FX: 1-866-422-7990	D&O Insurer for ECHS and EMSS

Brokers Ltd. Attn: Ross Bucsis 24-8180 Macleod Trail SE Calgary, AB T2H 2B8			
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