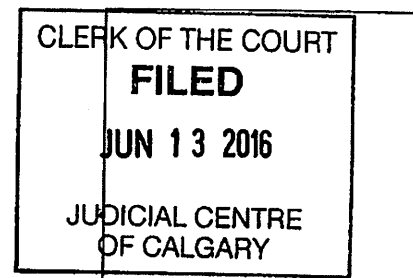


Clerk's stamp



COURT FILE NUMBER 1101-16994

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

APPLICANT BRUCE BRANDER

RESPONDENTS COPESTONE CAPITAL INC., COPESTONE ASSET MANAGEMENT INC., NUTERRA INVESTMENTS CORPORATION, BROOKSTONE DEVELOPMENTS INC., LUANO BAISI, LES BAISI, BRADLEY BAKER AND MARY BAKER

IN THE MATTER OF THE APPOINTMENT OF A RECEIVER OF COPESTONE CAPITAL INC. AND COPESTONE ASSET MANAGEMENT INC.

DOCUMENT **CLAIMS PROCESS ORDER**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT **JENSEN SHAWA SOLOMON DUGUID HAWKES LLP**  
800, 304 8th Avenue SW  
Calgary, Alberta T2P 1C2

Stacy Petriuk  
Phone: 403 571 1523  
Fax: 403 571 1528  
File: 12531.001

DATE ON WHICH ORDER WAS PRONOUNCED: June 10, 2016

NAME OF JUDGE WHO MADE THIS ORDER: Justice G. A. Campbell

**UPON** the application of the Receiver for an Order approving, in part, a claims process and a bar date for creditors of the Applicants; **AND UPON** reading the Sixth Report of the Receiver, filed May 9, 2016; **AND UPON** reading the pleadings and proceedings having been taken in this action; **AND UPON NOTING** that there are no known creditors of Copestone

Capital Inc. and Copestone Asset Management Inc.; **AND UPON** hearing from counsel for the Receiver;

**IT IS HEREBY ORDERED THAT:**

1. Service of the application and supporting materials is hereby declared to be good and sufficient and the application is properly returnable today. Further service is dispensed with.
2. The Proposed Claims Process as outlined in the Sixth Report of the Receiver is approved and the Receiver is authorized and directed to implement the Claims Process.
3. The Form of Notice attached as Schedule "1" is approved.
4. The Proof of Claim Form attached as Schedule "2" is approved.
5. The Claims Bar Date of July 22, 2016 is hereby approved.
6. The Receiver is to publish the Form of Notice in Calgary Herald by June 24, 2016 (the "Newspaper Notice"). The Receiver will post the Form of Notice, the Proof of Claim Form and this Order on its website at <http://www.extranets.bdo.ca/copestone> (the "BDO website") by June 24, 2016.
7. The publication of the Newspaper Notice and the posting of the Form of Notice, Proof of Claim Form and this Order on the BDO website shall constitute good and sufficient service and delivery of (i) notice of this Order, and (ii) the Claims Bar Date on all persons who may be entitled to receive notice and who may wish to assert a claim as against Copestone Capital Inc. or Copestone Assets Management Inc. and no other notice or service need be given or made and no other document or material need be sent to or served upon any person in respect of this Order.
8. If no Proof of Claim Form is received by the Claims Bar Date, any potential claimant shall, unless otherwise ordered by the Court, be forever barred from asserting a claim against property, assets and undertakings of Copestone Capital Inc. and Copestone Asset Management Inc.
9. Where a Proof of Claim Form is sent to the Receiver, the Receiver will, on or before August 1, 2016 provide to the potential claimant a notice in writing by facsimile or by email (as directed by the claimant in the Proof of Claim Form) indicating whether the claim as set out in the Proof of Claim Form is accepted or denied by the Receiver (the "Proof of Claim Response").
10. Where a potential claimant disagrees with the decision of the Receiver as set out in the Proof of Claim Response, the potential claimant must, on or before August 15, 2016, serve on the Receiver and its legal counsel, an Application returnable in the Alberta

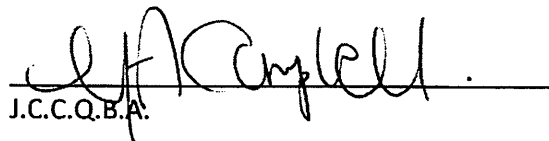
Court of Queen's Bench, Calgary Courthouse, no later than September 2, 2016 at 10:00 a.m.

11. Any notice or communication to be given under this Order to the Receiver shall be to the following address:

**Attention: Jill Probert**  
BDO Canada LLP  
620, 903 8th Avenue SW  
Calgary, AB T2P 0P7

Fax: 403-262-6184  
Email: JProbert@bdo.ca

12. Pursuant to the settlement reached in Action No.: 1201-11805, none of the Defendants in Action No.: 1201-11805 can submit a Proof of Claim Form.
13. The Receiver, in addition to its prescribed rights and obligations under the Receivership and Attachment *Ex Parte* Order granted December 14, 2011, is hereby authorized and directed to take such other actions and fulfill such other roles as are contemplated by the Claims Process and this Order.
14. Notwithstanding the terms of this Order, the Receiver may apply to this Court from time to time for such further Order or Orders as it considers necessary or desirable to amend, supplement or replace the Claims Process or this Order.
15. No costs are payable to any party for this application.

  
J.C.C.Q.B.A.

## SCHEDULE "1"

### NOTICE TO CLAIMANTS OF COPESTONE CAPITAL INC.

In the Matter of the Receivership of COPESTONE CAPITAL INC. and COPESTONE ASSET MANAGEMENT INC. ("Copestone") of 119 Hawksbrow Mews NW, in the City of Calgary, in the Province of Alberta.

Notice is hereby given that parties with a claim against Copestone may elect to submit a Proof of Claim form to the Receiver by no later than 5 PM (MST) on July 22, 2016. You are forever barred from asserting a claim against Copestone if no Proof of Claim is received by the Receiver by July 22, 2016. The Claims Process Order and required forms can be found on [www.extranets.bdo.ca/copestone](http://www.extranets.bdo.ca/copestone). For claims regarding investments made in the company please refer to the Notice to Shareholders.

DATED at Calgary, Alberta this 15<sup>th</sup> day of June, 2016

BDO Canada Limited  
620, 903-8<sup>th</sup> Avenue SW  
Calgary, Alberta T2P 0P7

Schedule "2"

BDO Canada Limited / BDO Canada Limitée  
820, 908 - 8<sup>th</sup> Avenue SW  
Calgary, AB T2P 0P7  
Phone: (403)232-0688 Fax: (403)262-6184  
E-mail: nmgregor@bdo.ca

District of: Alberta  
Division No. 02 - Calgary  
Court No. 25-094239  
Estate No. 25-094239

FORM 31  
Proof of Claim  
(Sections 50.1, 81.5, 81.8, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1),  
and Paragraphs 61(1)(e) and 66.14(b) of the Act)

In the matter of the receivership of  
Copestone Capital Inc.  
of the City of Calgary, in the Province of Alberta

All notices or correspondence regarding this claim must be forwarded to the following address:

\_\_\_\_\_

In the matter of the receivership of Copestone Capital Inc. of the City of Calgary in the Province of Alberta and the claim of \_\_\_\_\_, creditor,

I, \_\_\_\_\_ (name of creditor or representative of the creditor), of the city of \_\_\_\_\_ in the province of \_\_\_\_\_, do hereby certify:

1. That I am a creditor of the above named debtor (or I am \_\_\_\_\_ (position/title) of \_\_\_\_\_ creditor),

2. That I have knowledge of all the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of receivership, namely the 14th day of December 2011, and still is, indebted to the creditor in the sum of \$ \_\_\_\_\_ as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete category.)

A. UNSECURED CLAIM OF \$ \_\_\_\_\_

5. That, to the best of my knowledge, I \_\_\_\_\_ (am/am not) (or the above named creditor \_\_\_\_\_ (is/is not)) related to the debtor within the meaning of section 4 of the Act, and \_\_\_\_\_ (have/had/have not/has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act (Provide details of payments, credits and transfers at undervalue.)

Dated at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Creditor

Phone Number: \_\_\_\_\_

Fax Number: \_\_\_\_\_

E-mail Address: \_\_\_\_\_