

**PROOF OF GENERAL CLAIM
AGAINST PEOPLEDEGE HR SERVICES INC., WINSTON PARK FINANCIAL
SERVICES LTD., CMC FRASER LTD. AND 1624452 ONTARIO LIMITED
(COLLECTIVELY, THE "COMPANIES")**

Please read the enclosed Instruction Letter carefully prior to completing this Proof of General Claim.

A. – Particulars of Claimant

1. Full Legal Name of Claimant _____ (the "Creditor")
(Full legal name should be the name of the original Creditor regardless of whether an assignment of a Claim has been made, or a portion thereof, has occurred prior to or following the date of the Appointment Order.)

2. Full Mailing Address of the Claimant (the original Creditor, not the Assignee):

3. Telephone Number: _____
Facsimile Number: _____
E-mail Address: _____
Attention (Contact Person): _____

4. Has the Claim been sold or assigned by the Creditor to another party?

Yes:

No:

B. – Particulars of Assignee(s) (If any):

5. Full Legal Name of Assignee(s): _____
(If a portion of the Claim has been assigned, insert full legal name of assignee(s) of the Claim. If there is more than one assignee, please attach a separate sheet with the required information.)

6. Full Mailing Address of Assignee(s): _____

7. Telephone Number of Assignee(s): _____

8. Facsimile Number of Assignee(s): _____

9. E-mail Address: _____

10. Attention (Contact Person): _____

C. – Proof of Claim:

I, _____ name of Claimant or Representative of Claimant, of
_____ (City, Province or State) do hereby certify:

that I [*check one*]

am the Creditor of one or more of the Companies; OR

am _____ (*state position or title*) of
_____ (*name of Creditor*)

(a) that I have knowledge of all the circumstances connected with the Claim referred to below;

(b) The Companies were and still are indebted to the Creditor as follows;

(i) TOTAL CLAIM:

Canadian Dollars _____ [*insert dollar value of Claim*]

Note: Claims in a foreign currency are to be converted to Canadian dollars at the noon spot rate as at October 29, 2012 (the U.S. dollar (“USD”) to Canadian dollar (“CDN\$”) exchange rate conversion on such date was 1 USD = 1.0004 CDN\$ and the U.K. Pound (“UK£”) to CDN\$ exchange rate conversion on such date was 1 UK£ = 1.6031 CDN\$.

D. – Particulars of Company Claimed Against

(Check all that apply and provide particulars in Section F)

A. Peopledge HR Services Inc. (*Amount: Canadian Dollars: _____*)

B. Winston Park Financial Services Ltd. (*Amount: Canadian Dollars: _____*)

C. CMC Fraser Ltd. (*Amount: Canadian Dollars: _____*)

D. 1624452 Ontario Limited (*Amount: Canadian Dollars: _____*)

E. – Nature of Claim:

(Check and complete appropriate category)

A. UNSECURED CLAIM OF \$_____. That in respect of this debt, I do not hold any assets of the Companies as security.

B. SECURED CLAIM OF \$_____. That in respect of this debt, I hold assets of one or more of the Companies valued at \$_____ as security, particulars of which are attached.

E. – Particulars of Claims (Generally):

Other than as already set out herein, the particulars of the undersigned's total Claim are attached.

(Provide all particulars of the Claims and supporting documentation, including amount, description of transaction(s) or agreement(s) giving rise to the Claims, name of any guarantor which has guaranteed the Claims, particulars of all credits, discounts, etc. claimed, description of the security, if any, granted by the Companies to the Creditor and estimated value of such security, etc.)

G. – Filing of Claims:

This Proof of General Claim must be received by the Receiver by no later than 5:00 p.m. (Eastern Standard Time) on January 18, 2013 (the “Claims Bar Date”).

Failure to file your Proof of General Claim as directed by the Claims Bar Date will result in your Claim being barred and you will be prohibited from making or enforcing a Claim against the Companies.

This Proof of General Claim must be delivered by facsimile transmission, personal delivery, courier, electronic mail or prepaid mail at the following address:

BDO Canada Limited
1 City Centre Drive
Suite 1040
Mississauga, Ontario
Canada L5B 1M2

Attention: Peter Naumis
Fax: (905) 615-1333
Email: pnaumis@bdo.ca

Dated at _____ this _____ day of _____, 20____.

Per: _____ *[Name of Claimant]*