

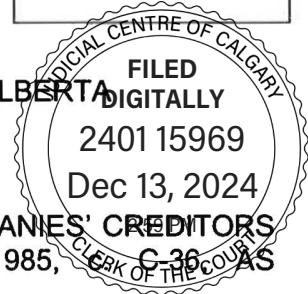
COURT FILE NUMBER
COURT
JUDICIAL CENTRE

2401-15969

COURT OF KING'S BENCH OF ALBERTA
CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, RSC 1985, C-36, AS
AMENDED

Clerk's Stamp



AND IN THE MATTER OF THE COMPROMISE OR
ARRANGEMENT OF ANGUS A2A GP INC., ANGUS
MANOR PARK A2A GP INC., ANGUS MANOR PARK
A2A CAPITAL CORP., ANGUS MANOR PARK A2A
DEVELOPMENTS INC., HILLS OF WINDRIDGE A2A
GP INC., WINDRIDGE A2A DEVELOPMENTS, LLC,
FOSSIL CREEK A2A GP INC., FOSSIL CREEK A2A
DEVELOPMENTS, LCC, A2A DEVELOPMENTS INC.,
SERENE COUNTRY HOMES (CANADA) INC. and A2A
CAPITAL SERVICES CANADA INC.

PARTY FILING THIS
DOCUMENT:

NORTON ROSE FULBRIGHT CANADA LLP, in its
capacity as "Offshore Rep Counsel" in these CCAA
proceedings

DOCUMENT

SECRETARIAL AFFIDAVIT

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT:

Norton Rose Fulbright Canada LLP
400 3rd Avenue SW, Suite 3700
Calgary, AB T2P 4H2

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Fax: +1 403.264.5973

File no. 1001326712

AFFIDAVIT OF JOANNA VAN HAM

Affirmed on December 13, 2024

I, Joanna Van Ham, of the City of Calgary, in the Province of Alberta, SWEAR AND SAY:

1. I am a Legal Assistant at the law firm Norton Rose Fulbright Canada LLP ("Offshore Rep Counsel" in the above-noted proceedings). As such, I have personal knowledge of the facts and matters herein deposed to, except where stated to be based on information and belief, and where so stated, I verily believe the same to be true.
2. I adopt the defined terms set out in the Amended and Restated Initial Order granted in these proceedings on November 25, 2024.
3. I am advised by Mr. Howard Gorman, a partner at Norton Rose Fulbright Canada LLP, and do verily believe that on December 2, 2024, our office distributed a letter and information form to known Offshore Investors. A copy of the letter and information form are attached hereto as **Exhibit "A"**.
4. I am advised by Mr. Gorman and do verily believe that we have received responses from 169 Offshore Investors (the **Responsive Offshore Investors**) as of December 13, 2024.
5. I am advised by Mr. Gorman and do verily believe the Responsive Offshore Investors reported that they represent investments in various A2A Group (and A2A Group related) projects, including The Hills of Windridge, Fossil Creek, Angus Manor, Wingham Creek, Meaford Highlands Resort, Lake Huron Shores, Sendera Ranch, Green Valley Estates, Clearview Park, Bridle Park, and Niagara Falls Park.
6. I am advised by Mr. Gorman and do verily believe the Responsive Offshore Investors reported that they represent approximately \$5,629,063 (USD), \$2,386,625 (CAD), and \$31,250 (MYR) in total investments in various A2A Group projects.
7. I am advised by Mr. Gorman and do verily believe that certain of the Responsive Offshore Investors reported that they they've been repaid only approximately \$29,348 (CAD), \$23,148 (SGD), and \$52,503 (MYR) by the A2A Group to date.

8. I am advised by Mr. Gorman and do verily believe that, of the Responsive Offshore Investors, 0 responded yes to whether they have received satisfactory updates from the A2A Group regarding their investments in the last 6 years. Of the Responsive Offshore Investors, 2 did not respond to this question.
9. I am advised by Mr. Gorman and do verily believe that, of the Responsive Offshore Investors, 1 responded no to whether they support Alvarez and Marsal as the Court Appointed Monitor to investigate and report with respect to the Offshore Investor's investments and the A2A Group's financial affairs, while 6 did not respond to this question. The balance the of Responsive Offshore Investors (162) responded yes to this question.
10. I am advised by Mr. Gorman and do verily believe that, of the Responsive Offshore Investors, 3 responded yes to whether they were supportive of the A2A Group's handling of their investment to date, while 7 did not respond to that question. The balance of the Responsive Offshore Investors (159) responded no to this question.
11. I am advised by Mr. Gorman and do verily believe that, of the Responsive Offshore Investors, 40 responded no to whether they had requested information or updates that have not been provided, and 6 did not respond. The balance of the Responsive Offshore Investors (123) responded yes to this question.
12. This affidavit is prepared in respect of the Monitor's Application scheduled to be heard December 18, 2024.

AFFIRMED BEFORE ME
at the City of Calgary, Alberta,
this 13th day of December, 2024



Armaan Dhillon
Student at Law


JOANNA VAN HAM

December 2, 2024

A2A Group Offshore Investor

THIS IS EXHIBIT "A"
referred to in the Affidavit of
Janna Van Ram
Sworn before me this 13
Day of Dec A.D. 2024
[Signature]
A COMMISSIONER FOR OATHS
IN AND FOR THE PROVINCE OF ALBERTA

Armaan Dhillon
Student at Law

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Our file number 1001326712

Dear Sir/Madam:

A2A Group CCAA Proceedings - Court of King's Bench of Alberta, Court File Number 2401-15969

Rob Petersen from Azimuth has kindly agreed to distribute this correspondence to his known list of offshore investors. I understand you are an offshore investor in the A2A Group.

I expect that you are aware of the CCAA proceedings that are posted at the Monitor's website: alvarezandmarsal.com/A2A. You are also likely aware that our offices have been appointed as representative counsel ("Offshore Rep Counsel") for all non Canadian investors (November 14 Initial Order paragraph 26).

The next scheduled hearing in this matter is scheduled for December 18, 2024. We are seeking to obtain additional offshore investor input and information.

By way of background, I am a senior partner at Norton Rose Fulbright Canada with close to 40 years experience in Canadian insolvency and restructuring matters. This includes acting for groups of investors, including offshore Asian investors, in prior significant real estate restructuring proceedings.

To provide information to the Monitor and the Court, we would ask that you complete and return the attached A2A Offshore Investor Information Form and submit it to A2A.OffshoreInvestors@nortonrosefulbright.com. We will be monitoring that email site and will endeavour to answer any questions you might have.

Also, I understand various offshore investors have formed informal groups or social media sites. I would appreciate if you could share this correspondence and the Investor Form with such groups or sites or forward this correspondence to any other offshore investors you are aware of.

Paragraph 27 of the Initial Order authorizes our offices to identify up to five offshore investors to be nominated to form a committee to represent all offshore investors.

CAN_DMS: 11008379929

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A2A Group Offshore Investors
December 2, 2024



The Investor Form also requests that you advise if you have any interest in applying to be a potential candidate to participate in such a committee and/or you may have valuable insight into other offshore investors who might participate and contribute to such a steering committee.

I will be assembling a foreign investor contact list to provide updates from time to time and to seek input from with respect to the formation of the steering committee.

Yours very truly,

Norton Rose Fulbright Canada LLP

A handwritten signature in black ink, appearing to read "Howard Gorman K.C.", written over the printed name.

Howard Gorman K.C.
Senior Partner

A2A OFFSHORE INVESTOR INFORMATION FORM

Name of Offshore Investor: _____

Contact Address: _____

Contact Email: _____

Amount invested and in what A2A Project:

\$ _____ Project: _____

\$ _____ Project: _____

\$ _____ Project: _____

Have you received satisfactory updates regarding your A2A investments in the last 6 years?:

☐ Yes

☐ No

Have you received any repayment on your investment?:

☐ Yes, if so, how much: \$ _____

☐ No

Have you requested information or updates that have not been provided?:

☐ Yes

☐ No

Are you supportive of A2A's handling of your investment to date?:

☐ Yes

☐ No

Are you supportive of Alvarez & Marsal Canada Inc. being appointed as the Court Appointed Monitor to investigate and report with respect to your investment and A2A's financial affairs?:

☐ Yes

☐ No

Are you willing and able to put your name forward as a candidate to serve on the Offshore Investor Representative Committee?:

☐ Yes

☐ No

RESPOND ONLY TO: A2A.OffshoreInvestors@nortonrosefulbright.com