

THE QUEEN'S BENCH
Winnipeg Centre

IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF
A PROPOSED PLAN OF COMPROMISE AND
ARRANGEMENT WITH RESPECT TO ARCTIC GLACIER INCOME FUND, ARCTIC GLACIER
INC., ARCTIC GLACIER INTERNATIONAL INC. and the ADDITIONAL APPLICANTS LISTED IN
SCHEDULE "A" HERETO

(collectively, the "APPLICANTS")

UNITHOLDER CLAIMS PROCEDURE ORDER

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THE QUEEN'S BENCH
Winnipeg Centre

THE HONOURABLE MADAM) MONDAY, THE 2ND DAY
)
JUSTICE SPIVAK) OF JUNE, 2015
)

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PROPOSED PLAN OF COMPROMISE OR
ARRANGEMENT WITH RESPECT TO ARCTIC GLACIER INCOME FUND, ARCTIC
GLACIER INC., ARCTIC GLACIER INTERNATIONAL INC. and the ADDITIONAL
APPLICANTS LISTED IN SCHEDULE "A" HERETO

(collectively, the “APPLICANTS”)

UNITHOLDER CLAIMS PROCEDURE ORDER

THIS MOTION, made by Alvarez & Marsal Canada Inc. in its capacity as monitor of the Applicants (the “**Monitor**”) for an order establishing a claims process to identify and determine certain potential claims against the Arctic Glacier Income Fund (“**AGIF**”) was heard this day at the Law Courts Building at 408 York Avenue, in the City of Winnipeg, in the Province of Manitoba.

ON READING the Notice of Motion and the Twenty-Second Report of the Monitor (the **“Twenty-Second Report”**), and on hearing the submissions of counsel for the Monitor, counsel for the Applicants and Glacier Valley Ice Company, L.P. (California) (together, **“Arctic Glacier”** or the **“Arctic Glacier Parties”**), counsel for the Trustees of AGIF and a representative of Ross Smith Asset Management Inc., no one appearing for any other party although duly served as appears from the affidavit of service, filed:

SERVICE

1. THIS COURT ORDERS that the time for service of this Motion and the Twenty-Second Report is hereby abridged and validated such that this Motion is properly returnable today and hereby dispenses with further service thereof.

DEFINITIONS AND INTERPRETATION

2. THIS COURT ORDERS that, for the purposes of this Order (and in addition to terms defined elsewhere herein), the following terms shall have the following meanings ascribed thereto:

“Beneficial Unitholder” means a holder or past holder of a beneficial interest in one or more Trust Units that was entitled to participate in the Initial Distribution pursuant to the Plan and whose Trust Units are or were held by a Registered Unitholder for and on its behalf.

“Business Day” means a day, other than a Saturday or a Sunday, on which banks are generally open for business in Winnipeg, Manitoba.

“Calendar Day” means a day, including Saturday, Sunday and any statutory holidays.

“CCAA” means the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C36, as amended.

“CCAA Proceedings” means the proceedings commenced by Arctic Glacier in the Court at Winnipeg under Court File No. CI 12-01-76323.

“CCAA Service List” means the service list in the CCAA Proceedings as defined in paragraph 66 of the Initial Order and posted on the Monitor’s Website, as amended from time to time.

“Court” means the Court of Queen’s Bench of Manitoba.

“Declaration of Trust” means the Second Amended and Restated Declaration of Trust made as of December 6, 2004 among Robert Nagy, James E. Clark, Peter Hyndman, David Swaine

and Gary Filmon, as Trustees, Laxus Holdings Inc., as settlor, and certain Registered Unitholders, as amended from time to time.

“Government Authority” means a federal, provincial, state, territorial, municipal or other government or government department, agency or authority (including a court of law) having jurisdiction over an Arctic Glacier Party.

“Initial Distribution Claim” means any claim of any Person that may be asserted or made in whole or in part against AGIF arising from any action or omission occurring on or after the setting of the Initial Distribution Record Date in connection with or related to the distribution of \$54,498,863.58 on January 22, 2015, to the Transfer Agent for distribution to Unitholders pursuant to and in accordance with the Plan (the **“Initial Distribution”**).

“Initial Distribution Proof of Claim” means the proof of claim, in substantially the form attached as Schedule “C” hereto, to be completed and filed by a Person setting forth an Initial Distribution Claim and which shall include all supporting documentation in respect of such Initial Distribution Claim.

“Initial Distribution Record Date” means December 18, 2014.

“Initial Order” means the initial order of the Honourable Madam Justice Spivak made February 22, 2012 in the CCAA Proceedings, as amended, extended, restated or varied from time to time.

“Monitor’s Website” means <http://www.alvarezandmarsal.com/arctic-glacier-income-fund-arctic-glacier-inc-and-subsidiaries>.

“Notice to Unitholders” means the notice to unitholders for publication in substantially the form attached as Schedule “B” hereto.

“O&T Claim” means any claim of any Person that may be asserted or made in whole or in part against one or more Officers or Trustees that relates to an Initial Distribution Claim for which such Officers or Trustees are by law liable to pay in their capacity as Officers or Trustees.

“O&T Indemnity Claim” means any existing or future right of any Officer or Trustee against AGIF, which arose or arises as a result of any Person filing an O&T Proof of Claim in respect of such Officer or Trustee for which such Officer or Trustee is entitled to be indemnified by AGIF.

“O&T Indemnity Claims Bar Date” has the meaning set out in paragraph 16 hereof.

“O&T Indemnity Proof of Claim” means the indemnity proof of claim, in substantially the form attached as Schedule “E” hereto to be completed and filed by an Officer or Trustee setting forth its purported O&T Indemnity Claim and which shall include all supporting documents in respect of such O&T Indemnity Claim.

“O&T Proof of Claim” means the proof of claim, in substantially the form attached as Schedule “D” hereto, to be completed and filed by a Person setting forth its O&T Claim and which shall include all supporting documentation in respect of such O&T Claim.

“Officer” means anyone who is or was or may be deemed to be or have been, whether by statute, operation of law or otherwise, an officer or *de facto* officer of AGIF.

“Person” is to be broadly interpreted and includes any individual, firm, corporation, limited or unlimited liability company, general or limited partnership, association, trust, unincorporated organization, joint venture, Government Authority or any agency, regulatory body, officer or instrumentality thereof or any other entity, wherever situate or domiciled, and whether or not having legal status, and whether acting on their own or in a representative capacity.

“Plan” means the Applicants’ plan of compromise or arrangement dated May 21, 2014, as amended and restated on August 26, 2014 and January 21, 2015, and as may be further amended, supplemented or restated from time to time in accordance with the terms therein, which was sanctioned and approved by way of the Sanction Order that was recognized and enforced by way of an order of the U.S. Court.

“Proof of Claim Document Package” means a document package that includes a copy of the Notice to Unitholders, the Initial Distribution Proof of Claim form, the O&T Proof of

Claim form, and such other materials as the Monitor, in consultation with AGIF, may consider appropriate or desirable.

“Registered Unitholder” means each holder or past holder of one or more Trust Units that was entitled to participate in the Initial Distribution pursuant to the Plan and who was or is shown on the register of such holders maintained by the Transfer Agent or by the Trustees on behalf of AGIF.

“Sanction Order” means the order made by the Honourable Madam Justice Spivak of the Court on September 5, 2014 that, among other things, approved the Plan.

“Transfer Agent” means such company as may from time to time be appointed by AGIF to act as registrar and transfer agent of the Trust Units, together with any sub-transfer agent duly appointed by the Transfer Agent.

“Trust Unit” means each trust unit of AGIF that was authorized and issued under the Declaration of Trust and which carried an entitlement to a portion of the Initial Distribution pursuant to the Plan.

“Trustee” means any Person who is or was or may be deemed to be or have been, whether by statute, operation of law or otherwise, a trustee or *de facto* trustee of AGIF, in such capacity.

“Unitholder” means, collectively, (a) each Registered Unitholder that holds or held one or more Trust Units solely for and on behalf of itself; and (b) each Beneficial Unitholder.

“Unitholder Claimant” means any Person having an Initial Distribution Claim, including an O&T Indemnity Claim, or an O&T Claim and includes the transferee or assignee of an Initial Distribution Claim, an O&T Indemnity Claim or an O&T Claim or a trustee, executor, liquidator, receiver, receiver and manager, or other Person acting on behalf of or through any such Person.

“Unitholder Claims Bar Date” means July 28, 2015.

“U.S. Court” means the United States Bankruptcy Court for the District of Delaware having jurisdiction over the Chapter 15 Cases.

3. THIS COURT ORDERS that all references as to time herein shall mean local time in Winnipeg, Manitoba, Canada, and any reference to an event occurring on a Calendar Day or a Business Day shall mean prior to 5:00 p.m. Winnipeg time on such Calendar Day or Business Day unless otherwise indicated herein.

4. THIS COURT ORDERS that all references to the word “including” shall mean “including without limitation”, that all references to the singular herein include the plural, the plural include the singular, and that any gender includes all genders.

GENERAL PROVISIONS

5. THIS COURT ORDERS that the Monitor, in consultation with AGIF, is hereby authorized to use reasonable discretion as to the adequacy of compliance with respect to the manner in which forms delivered hereunder are completed and executed, and the time in which they are submitted. Further, the Monitor may request any further documentation from a Person that the Monitor, in consultation with AGIF, may require in connection with an Initial Distribution Claim, an O&T Claim or an O&T Indemnity Claim.

6. THIS COURT ORDERS that a Person making an Initial Distribution Claim, O&T Claim or O&T Indemnity Claim shall complete its Initial Distribution Proof of Claim, O&T Proof of Claim or O&T Indemnity Proof of Claim, as applicable, indicating the amount of the Initial Distribution Claim, O&T Claim or O&T Indemnity Claim.

7. THIS COURT ORDERS that the form and substance of each of the Notice to Unitholders, Initial Distribution Proof of Claim, O&T Proof of Claim and O&T Indemnity Proof of Claim, substantially in the forms attached as Schedules “B”, “C”, “D” and “E” respectively to this Order are hereby approved. Notwithstanding the foregoing, the Monitor, in consultation with AGIF, may from time to time make non-substantive changes to such forms as the Monitor, in consultation with AGIF, considers necessary or advisable.

8. THIS COURT ORDERS that copies of all forms delivered by a Unitholder Claimant hereunder shall be maintained by the Monitor and, subject to further order of the Court, the relevant Unitholder Claimant will be entitled to have access thereto by appointment during normal business hours on written request to the Monitor.

9. THIS COURT ORDERS that consultation with the Chief Process Supervisor appointed pursuant to paragraph 25 of the Initial Order (the "CPS") shall satisfy any obligation of the Monitor in this Order to consult with AGIF and obtaining the consent of the CPS shall satisfy any obligation of the Monitor in this Order to obtain the consent of AGIF. The protections provided to the CPS in the Initial Order, the Transition Order dated July 12, 2012, the Sanction Order, any other order of the Court or the U.S. Court and the Plan shall apply to any activities undertaken by the CPS in accordance with this Order.

10. THIS COURT ORDERS that:

- (a) the Monitor shall, no later than two (2) Business Days following the making of this Order, post a copy of the Proof of Claim Document Package on the Monitor's Website;
- (b) the Monitor shall, no later than five (5) Business Days following the making of this Order, cause the Notice to Unitholders, or shortened versions thereof in form and substance satisfactory to the Monitor, to be published in (i) The Globe and Mail newspaper (National Edition) on one such day, (ii) the Wall Street Journal (National Edition) on one such day, and (iii) the Winnipeg Free Press on one such day; and
- (c) the Monitor shall send to any Officer or Trustee named in an O&T Proof of Claim received on or before the Unitholder Claims Bar Date a copy of such O&T Proof of Claim, including copies of any documentation submitted to the Monitor by the O&T Claimant, as soon as practicable.

11. THIS COURT ORDERS that, except as otherwise set out in this Order or any other orders of the Court, all Persons shall be bound by any notices published pursuant to paragraphs 10(a) and 10(b) of this Order regardless of whether or not they received actual notice, and any

steps taken in respect of any Initial Distribution Claim, O&T Claim or O&T Indemnity Claim in accordance with this Order.

12. THIS COURT ORDERS that the delivery of a Proof of Claim Document Package, Initial Distribution Proof of Claim, O&T Proof of Claim, or O&T Indemnity Proof of Claim by the Monitor to a Person shall not constitute an admission by the AGIF or the Monitor of any liability of AGIF or any Officer or Trustee to any Person.

UNITHOLDER CLAIMS BAR DATE

Initial Distribution Claims and O&T Claims

13. THIS COURT ORDERS that Initial Distribution Proofs of Claim and O&T Proofs of Claim shall be filed with the Monitor on or before the Unitholder Claims Bar Date. For the avoidance of doubt, an Initial Distribution Proof of Claim or O&T Proof of Claim, as applicable, must be filed in respect of every Initial Distribution Claim or O&T Claim.

14. THIS COURT ORDERS that any Person that does not file an Initial Distribution Proof of Claim as provided for herein such that the Initial Distribution Proof of Claim is received by the Monitor on or before the Unitholder Claims Bar Date (a) shall be and is hereby forever barred from making or enforcing such Initial Distribution Claim against AGIF and all such Initial Distribution Claims shall be forever extinguished; (b) shall be and is hereby forever barred from making or enforcing such Initial Distribution Claim as against any other Person who could claim contribution or indemnity from AGIF; (c) shall not be entitled to receive any distribution in respect of such Initial Distribution Claim; and (d) shall not be entitled to any further notice in and shall not be entitled to participate as a Unitholder Claimant in the CCAA Proceedings in respect of such Initial Distribution Claim.

15. THIS COURT ORDERS that any Person that does not file an O&T Proof of Claim as provided for herein such that the O&T Proof of Claim is received by the Monitor on or before the Unitholder Claims Bar Date (a) shall be and is hereby forever barred from making or enforcing such O&T Claim against any Officers or Trustees, and all such O&T Claims shall be forever extinguished; (b) shall be and is hereby forever barred from making or enforcing such O&T Claim as against any other Person who could claim contribution or indemnity from any

Officers or Trustees; (c) shall not be entitled to receive any distribution in respect of such O&T Claim; and (d) shall not be entitled to any further notice in and shall not be entitled to participate as a Unitholder Claimant in the CCAA Proceedings in respect of such O&T Claim.

O&T Indemnity Claims

16. THIS COURT ORDERS that any Officer or Trustee wishing to assert an O&T Indemnity Claim shall deliver an O&T Indemnity Proof of Claim to the Monitor so that it is received by no later than fifteen (15) Business Days after the date of deemed receipt of the O&T Proof of Claim pursuant to paragraph 35 hereof by such Officer or Trustee (with respect to each O&T Indemnity Claim, the “**O&T Indemnity Claims Bar Date**”).

17. THIS COURT ORDERS that any Director, Officer or Trustee that does not file an O&T Indemnity Proof of Claim as provided for herein such that the O&T Indemnity Proof of Claim is received by the Monitor on or before the applicable O&T Indemnity Claims Bar Date (a) shall be and is hereby forever barred from making or enforcing such O&T Indemnity Claim against AGIF, and such O&T Indemnity Claim shall be forever extinguished; (b) shall be and is hereby forever barred from making or enforcing such O&T Indemnity Claim as against any other Person who could claim contribution or indemnity from AGIF; and (c) shall not be entitled to receive any distribution in respect of such O&T Indemnity Claim.

PROOFS OF CLAIM

18. THIS COURT ORDERS that each Person shall include any and all Initial Distribution Claims it asserts against AGIF in a single Initial Distribution Proof of Claim.

19. THIS COURT ORDERS that each Person shall include any and all O&T Claims it asserts against one or more Officers or Trustees in a single O&T Proof of Claim.

20. THIS COURT ORDERS that if a Person submits an Initial Distribution Proof of Claim and an O&T Proof of Claim in relation to the same matter, then that Person shall cross-reference the O&T Proof Claim in the Initial Distribution Proof of Claim and the Initial Distribution Proof of Claim in the O&T Proof of Claim.

21. THIS COURT ORDERS that the Monitor, subject to the terms of this Order, shall review all Initial Distribution Proofs of Claim, O&T Proofs of Claim and O&T Indemnity Proofs of Claim filed, and at any time:

- (a) may request additional information from a Unitholder Claimant; and
- (b) may request that a Unitholder Claimant file a revised Initial Distribution Proof of Claim, O&T Proof of Claim or O&T Indemnity Proof of Claim, as applicable.

RESOLUTION OF CLAIMS, O&T CLAIMS AND O&T INDEMNITY CLAIMS

22. THIS COURT ORDERS that, after reviewing each Initial Distribution Proof of Claim or O&T Claim that is filed with the Monitor on or before the Unitholder Claims Bar Date, if any, the Monitor shall promptly thereafter contact each Unitholder Claimant to discuss their Initial Distribution Claim and/or O&T Claim, reasonably assist them by providing information in the possession and control of the Monitor in relation to their Initial Distribution Claim and/or O&T Claim, and reasonably assist them in ascertaining (i) whether they were entitled to a portion of the Initial Distribution pursuant to the Plan and did not receive such portion, and (ii) the cause of such error, if such error was made. The Monitor shall provide such assistance to Unitholder Claimants between the Unitholder Claims Bar Date and September 8, 2015 (the “**Resolution Deadline**”).

APPOINTMENT AND POWERS OF UNITHOLDER CLAIMS OFFICER

23. THIS COURT ORDERS that the Honourable Jack Ground be and is hereby appointed as the “Unitholder Claims Officer” for the claims resolution procedure described herein.

24. THIS COURT ORDERS that, subject to the appeal rights set out herein, the Unitholder Claims Officer shall have the exclusive authority to determine the validity and value of Initial Distribution Claims and/or O&T Claims that are not withdrawn by the Resolution Deadline, as the case may be, including, without limitation, determining questions of law, fact, and mixed law and fact, in accordance with this Order. The Unitholder Claims Officer shall determine any and all procedural matters which may arise in respect of his determination of Initial Distribution Claims and/or O&T Claims that are not withdrawn by the Resolution Deadline, including

ordering the production of documents and such discovery as may be appropriate, as well as the manner in which any evidence may be adduced. The Unitholder Claims Officer shall have the discretion to determine by whom and to what extent the costs of any hearing before the Unitholder Claims Officer shall be paid.

25. THIS COURT ORDERS that the Unitholder Claims Officer shall be entitled to reasonable compensation for the performance of his obligations set out in this Order on the basis of the hourly rate customarily charged by the Unitholder Claims Officer in performing comparable functions to those set out in this Order and any disbursements incurred in connection therewith. Subject to paragraph 24, the fees and expenses of the Unitholder Claims Officer shall be borne by the Arctic Glacier Parties and shall be paid by the Arctic Glacier Parties forthwith upon receipt of each invoice tendered by the Unitholder Claims Officer.

26. THIS COURT ORDERS that the Unitholder Claims Officer shall resolve any Initial Distribution Claim or O&T Claim that has not been withdrawn by the Resolution Deadline, if any, as soon as practicable. The Unitholder Claims Officer shall also resolve any O&T Indemnity Claims related to O&T Claims that have not been withdrawn by the Resolution Deadline.

27. THIS COURT ORDERS that any of the Monitor, an Officer or Trustee to the extent that an O&T Claim is asserted as against them, AGIF or a Unitholder Claimant may, within fourteen (14) Calendar Days of notification of the Unitholder Claims Officer's determination in respect of an Initial Distribution Claim and/or O&T Claim, appeal such determination to this Court by filing a notice of appeal, and the appeal shall be initially returnable within fourteen (14) Calendar Days from the filing of such notice of appeal, such appeal to be an appeal based on the record before the Unitholder Claims Officer and not a hearing *de novo*.

28. THIS COURT ORDERS that if no party appeals the determination of an Initial Distribution Claim and/or O&T Claim by the Unitholder Claims Officer within the time set out in paragraph 27 above, the decision of the Unitholder Claims Officer in determining the validity and value of the Initial Distribution Claim and/or O&T Claim shall be final and binding upon AGIF, the Monitor, an Officer or Trustee to the extent that an O&T Claim is asserted as against them, and the Unitholder Claimant and there shall be no further right of appeal, review or

recourse to the Court from the Unitholder Claims Officer's final determination of the Initial Distribution Claim and/or O&T Claim.

29. THIS COURT ORDERS that any Initial Distribution Claims and related O&T Claims and/or O&T Indemnity Claims shall be determined at the same time and in the same proceeding.

MONITOR'S ROLE

30. THIS COURT ORDERS that the Monitor, in addition to its prescribed rights, duties, responsibilities and obligations under the CCAA, the Plan, the Initial Order, the Sanction Order, and other Orders in the CCAA Proceeding, is hereby directed and empowered to take such other actions and fulfill such other roles as are authorized by this Order or incidental thereto.

31. THIS COURT ORDERS that (i) in carrying out the terms of this Order, the Monitor shall have all of the protections given to it by the CCAA, the Plan, the Initial Order, the Sanction Order, other Orders in the CCAA Proceeding, and this Order, or as an officer of the Court, including the stay of proceedings in its favour, and (ii) the Monitor shall incur no liability or obligation as a result of the carrying out of the provisions of this Order.

NOTICE OF TRANSFEREES

32. THIS COURT ORDERS that neither the Monitor nor AGIF shall be obligated to send notice to or otherwise deal with a transferee or assignee of an Initial Distribution Claim, O&T Claim or O&T Indemnity Claim as the Unitholder Claimant in respect thereof unless and until (i) actual written notice of transfer or assignment, together with satisfactory evidence of such transfer or assignment, shall have been received by the Monitor, and (ii) the Monitor shall have acknowledged in writing such transfer or assignment, and thereafter such transferee or assignee shall for all purposes hereof constitute the "Unitholder Claimant" in respect of such Initial Distribution Claim, O&T Claim or O&T Indemnity Claim. Any such transferee or assignee of an Initial Distribution Claim, O&T Claim or O&T Indemnity Claim shall be bound by all notices given or steps taken in respect of such Initial Distribution Claim, O&T Claim or O&T Indemnity Claim in accordance with this Order prior to the written acknowledgement by the Monitor of such transfer or assignment.

33. THIS COURT ORDERS that the transferee or assignee of any Initial Distribution Claim, O&T Claim or O&T Indemnity Claim (i) shall take the Initial Distribution Claim, O&T Claim or O&T Indemnity Claim subject to the rights and obligations of the transferor/assignor of the Initial Distribution Claim, O&T Claim or O&T Indemnity Claim, and subject to the rights of AGIF and any Officer or Trustee against any such transferor or assignor, including any rights of set-off which any of AGIF, an Officer or a Trustee had against such transferor or assignor, and (ii) cannot use any transferred or assigned Initial Distribution Claim, O&T Claim or O&T Indemnity Claim to reduce any amount owing by the transferee or assignee to any of AGIF, an Officer or a Trustee, whether by way of set off, application, merger, consolidation or otherwise.

DIRECTIONS

34. THIS COURT ORDERS that the Monitor, AGIF and any Person (but only to the extent such Person may be affected with respect to the issue on which directions are sought) may, at any time, and with such notice as the Court may require, seek directions from the Court with respect to this Order and the claims process set out herein, including the forms attached as Schedules hereto.

SERVICE AND NOTICE

35. THIS COURT ORDERS that the Monitor may, unless otherwise specified by this Order, serve and deliver any letters, notices or other documents to Unitholder Claimants, Officers, Trustees, or other interested Persons, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or electronic transmission to such Persons (with copies to their counsel as appears on the CCAA Service List if applicable) at the address as last shown on the records of AGIF or set out in such Person's Initial Distribution Proof of Claim, O&T Proof of Claim or O&T Indemnity Proof of Claim. Any such service or notice shall be deemed to have been received: (i) if sent by ordinary mail, on the fourth Business Day after mailing; (ii) if sent by courier or personal delivery, on the next Business Day following dispatch; and (iii) if delivered by electronic transmission by 5:00 p.m. on a Business Day, on such Business Day, and if delivered after 5:00 p.m. or on a day other than on a Business Day, on the following Business Day.

36. THIS COURT ORDERS that any notice or other communication (including Proofs of Claim, O&T Proofs of Claims and O&T Indemnity Proofs of Claim) to be given under this Order by any Person to the Monitor shall be in writing in substantially the form, if any, provided for in this Order and will be sufficiently given only if delivered by prepaid ordinary mail, prepaid registered mail, courier, personal delivery or electronic transmission addressed to:

Alvarez & Marsal Canada Inc., Arctic Glacier Monitor

Address: Royal Bank Plaza, South Tower
200 Bay Street
Suite 2900
P.O. Box 22
Toronto, Ontario Canada
M5J 2J1

Fax No.: 416-847-5201

Email: **mmackenzie@alvarezandmarsal.com**

Attention: Melanie MacKenzie

37. THIS COURT ORDERS that if, during any period during which notices or other communications are being given pursuant to this Order, a postal strike or postal work stoppage of general application should occur, such notices or other communications sent by ordinary mail and then not received shall not, absent further Order of the Court, be effective and notices and other communications given hereunder during the course of any such postal strike or work stoppage of general application shall only be effective if given by courier, personal delivery or electronic transmission in accordance with this Order.

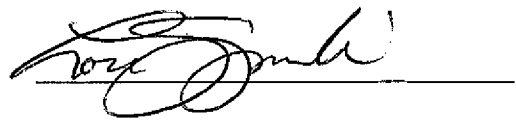
38. THIS COURT ORDERS that, in the event that this Order is later amended by further order of the Court, the Monitor shall post such further order on the Monitor's Website and such posting shall constitute adequate notice of such amendment.

MISCELLANEOUS

39. THIS COURT ORDERS that the treatment of Initial Distribution Claims, O&T Claims and O&T Indemnity Claims are to be subject to the Plan and any order of the Court, as applicable.

40. THIS COURT ORDERS that nothing in this Order shall prejudice the rights and remedies of any Officers or Trustees or other Persons under any applicable insurance policy or prevent or bar any Person from seeking recourse against or payment from AGIF's insurance and any Officer's and/or Trustee's liability insurance policy or policies that exist to protect or indemnify the Officers, Trustees and/or other Persons, whether such recourse or payment is sought directly by the Person asserting an Initial Distribution Claim or an O&T Claim from the insurer or derivatively through the Officer, Trustee or AGIF; provided, however, that nothing in this Order shall create any rights in favour of such Person under any policies of insurance nor shall anything in this Order limit, remove, modify or alter any defence to such claim available to the insurer pursuant to the provisions of any insurance policy or at law; and further provided that any Initial Distribution Claim or O&T Claim or portion thereof for which the Person receives payment directly from or confirmation that the Person is covered by AGIF's insurance or any Officer's or Trustee's liability insurance or other liability insurance policy or policies that exist to protect or indemnify the Officers, Trustees and/or other Persons shall not be recoverable as against AGIF or a Director, Officer or Trustee, as applicable.

41. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States, including the U.S. Court, or in any other foreign jurisdiction, to give effect to this Order and to assist the Arctic Glacier Parties, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Arctic Glacier Parties and to the Monitor, as an officer of the Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Arctic Glacier Parties and the Monitor and their respective agents in carrying out the terms of this Order.

A handwritten signature in cursive script, appearing to read "Scott Smith", is written over a horizontal line.

SCHEDULE "A" - Additional Applicants

Arctic Glacier California Inc.
Arctic Glacier Grayling Inc.
Arctic Glacier Lansing Inc.
Arctic Glacier Michigan Inc.
Arctic Glacier Minnesota Inc.
Arctic Glacier Nebraska Inc.
Arctic Glacier Newburgh Inc.
Arctic Glacier New York Inc.
Arctic Glacier Oregon Inc.
Arctic Glacier Party Time Inc.
Arctic Glacier Pennsylvania Inc.
Arctic Glacier Rochester Inc.
Arctic Glacier Services Inc.
Arctic Glacier Texas Inc.
Arctic Glacier Vernon Inc.
Arctic Glacier Wisconsin Inc.
Diamond Ice Cube Company Inc.
Diamond Newport Corporation
Glacier Ice Company, Inc.
Ice Perfection Systems Inc.
ICESurance Inc.
Jack Frost Ice Service, Inc.
Knowlton Enterprises, Inc.
Mountain Water Ice Company
R&K Trucking, Inc.
Winkler Lucas Ice and Fuel Company
Wonderland Ice, Inc.

SCHEDULE "B"

NOTICE TO UNITHOLDER CLAIMANTS AGAINST ARCTIC GLACIER INCOME FUND

**RE: NOTICE OF UNITHOLDER CLAIMS PROCEDURE REGARDING ARCTIC
GLACIER INCOME FUND ("AGIF") PURSUANT TO THE COMPANIES'
CREDITORS ARRANGEMENT ACT (the "CCAA")**

PLEASE TAKE NOTICE that on June 2, 2015, the Court of Queen's Bench (Winnipeg Centre) issued an order (the "Unitholder Claims Procedure Order") in the CCAA proceedings of AGIF requiring that all Persons who assert an Initial Distribution Claim (capitalized terms used in this notice and not otherwise defined have the meaning given to them in the Unitholder Claims Procedure Order) against AGIF and all Persons who assert an O&T Claim against Officers or Trustees of AGIF, **must file an Initial Distribution Proof of Claim (with respect to Initial Distribution Claims against AGIF) or an O&T Proof of Claim (with respect to O&T Claims) with Alvarez and Marsal Canada Inc. (the "Monitor") on or before 5:00 p.m. (Winnipeg time) on July 28, 2015, by sending the Initial Distribution Proof of Claim or O&T Proof of Claim to the Monitor by prepaid ordinary mail, registered mail, courier, personal delivery or electronic transmission at the following address:**

Alvarez & Marsal Canada Inc., Arctic Glacier Monitor
Address: Royal Bank Plaza, South Tower
200 Bay Street, Suite 2900, P.O. Box 22
Toronto, ON Canada M5J 2J1
Fax No.: 416-847-5201
Email: mmackenzie@alvarezandmarsal.com
Attention: Melanie MacKenzie

Unitholder Claimants may obtain the Unitholder Claims Procedure Order and a Proof of Claim Document Package from the Monitor's website at <http://www.alvarezandmarsal.com/arctic-glacier-income-fund-arctic-glacier-inc-and-subsiidiaries>, or by contacting the Monitor by telephone (1-866-688-0510).

Only Initial Distribution Proofs of Claim and O&T Proofs of Claim actually received by the Monitor on or before **5:00 p.m. (Winnipeg time) on July 28, 2015** will be considered filed by the Unitholder Claims Bar Date. **It is your responsibility to ensure that the Monitor receives your Initial Distribution Proof of Claim or O&T Proof of Claim by the Unitholder Claims Bar Date.**

INITIAL DISTRIBUTION CLAIMS AND O&T CLAIMS WHICH ARE NOT RECEIVED BY THE APPLICABLE UNITHOLDER CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER.

DATED this • day of •, 2015.

SCHEDULE "C"

INITIAL DISTRIBUTION PROOF OF CLAIM FORM FOR INITIAL DISTRIBUTION CLAIMS AGAINST ARCTIC GLACIER INCOME FUND

This form is to be used only by Unitholder Claimants asserting an Initial Distribution Claim against Arctic Glacier Income Fund ("AGIF"). For O&T Claims, please use the form titled "O&T Proof of Claim Form For O&T Claims Against Officers or Trustees of the Arctic Glacier Income Fund". For O&T Indemnity Claims, please use the form titled "O&T Indemnity Proof of Claim Form for O&T Indemnity Claims by Officers or Trustees of the Arctic Glacier Income Fund". Both forms are available on the Monitor's website at <http://www.alvarezandmarsal.com/arctic-glacier-income-fund-arctic-glacier-inc-and-subidiaries>.

1. Arctic Glacier Income Fund ("AGIF")

2a. Original Unitholder Claimant

Legal Name of
Claimant _____

Address _____

City _____

Prov
/State _____

Postal/Zip
Code _____

Name of
Contact _____

Title _____

Phone

Fax # _____

email _____

2b. Assignee, if Initial Distribution Claim has been assigned

Legal Name of
Assignee _____

Address _____

City _____

Prov
/State _____

Postal/Zip
Code _____

Name of
Contact _____

Phone

Fax # _____

email: _____

3 Amount of Initial Distribution Claim

AGIF is indebted to the Unitholder Claimant in the amount of: _____

4. Documentation

Provide all particulars of the Initial Distribution Claim and supporting documentation, including amount and description of transaction(s) giving rise to the Initial Distribution Claim.

5. Certification

I hereby certify that:

1. I am the Unitholder Claimant or authorized representative of the Unitholder Claimant.

2. I have knowledge of all the circumstances connected with this Initial Distribution Claim. 3. The Unitholder Claimant asserts this Initial Distribution Claim against AGIF as set out above. 4. Complete documentation in support of this Initial Distribution Claim is attached.	
Signature: _____ Name: _____ Title: _____	Witness: _____ (signature) _____ (print) _____
Dated at _____ this _____ day of _____, 2015	

6. Filing of Claim

This Initial Distribution Proof of Claim must be received by the Monitor by 5:00 p.m. (Winnipeg time) on July 28, 2015 by prepaid ordinary mail, registered mail, courier, personal delivery or electronic transmission at the following address:

Address: Alvarez & Marsal Canada Inc., Arctic Glacier Monitor
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900, P.O. Box 22
 Toronto, ON Canada M5J 2J1
Attention: Melanie MacKenzie
Email: mmackenzie@alvarezandmarsal.com
Fax No.: 416-847-5201

For more information see <http://www.alvarezandmarsal.com/arctic-glacier-income-fund-arctic-glacier-inc-and-subsidiaries>, or contact the Monitor by telephone (1-866-688-0510)

CAPITALIZED TERMS THAT ARE USED BUT NOT DEFINED HEREIN HAVE THE MEANING GIVEN TO THEM IN THE COURT OF QUEEN'S BENCH (WINNIPEG CENTRE) ORDER ISSUED IN AGIF'S CCAA PROCEEDINGS ON JUNE 2, 2015 (THE "UNITHOLDER CLAIMS PROCEDURE ORDER"), WHICH IS ACCESSIBLE ON THE MONITOR'S WEBSITE

Failure to file your Initial Distribution Proof of Claim in accordance with the Unitholder Claims Procedure Order will result in your Initial Distribution Claim being barred and forever extinguished and you will be prohibited from making or enforcing such Initial Distribution Claim against AGIF.

SCHEDULE "D"

O&T PROOF OF CLAIM FORM FOR O&T CLAIMS AGAINST OFFICERS OR TRUSTEES OF THE ARCTIC GLACIER INCOME FUND (the "O&T Proof of Claim")

This form is to be used only by Unitholder Claimants asserting an O&T Claim against any Officers and/or Trustees of Arctic Glacier Income Fund ("AGIF") and NOT for Initial Distribution Claims against AGIF itself. For Initial Distribution Claims against AGIF, please use the form titled "Initial Distribution Proof of Claim Form For Initial Distribution Claims Against Arctic Glacier Income Fund". For O&T Indemnity Claims, please use the form titled "O&T Indemnity Proof of Claim Form for O&T Indemnity Claims by Officers or Trustees of the Arctic Glacier Income Fund". Both forms are available on the Monitor's website at <http://www.alvarezandmarsal.com/arctic-glacier-income-fund-arctic-glacier-inc-and-subsiidiaries>.

1. Name of AGIF Officer(s) and/or Trustee(s) (the "O&T(s)"): _____

2a. Original Unitholder Claimant

Legal Name of
Claimant _____

Name of
Contact _____

Address _____

Title _____

Phone

Fax # _____

City _____ Prov
/State _____

email _____

Postal/Zip
Code _____

2b. Assignee, if O&T Claim has been assigned

Legal Name of
Assignee _____

Name of
Contact _____

Address _____

Phone

Fax # _____

City _____ Prov
/State _____

email: _____

Postal/Zip
Code _____

3 Amount of O&T Claim

The O&T(s) are indebted to the Unitholder Claimant in the amount of:

Name(s) of Officers and/or
Trustee(s) _____

Amount of O&T Claim _____

4. Documentation

Provide all particulars of the O&T Claim and supporting documentation, including amount and description of transaction(s) giving rise to the O&T Claim.

5. Certification

I hereby certify that:

1. I am the Unitholder Claimant or authorized representative of the Unitholder Claimant.
2. I have knowledge of all the circumstances connected with this O&T Claim.
3. The Unitholder Claimant asserts this O&T Claim against the O&T(s) as set out above.
4. Complete documentation in support of this O&T Claim is attached.

Signature: _____	Witness: _____
Name: _____	(signature) _____
Title: _____	(print) _____

Dated at _____ this _____ day of _____, 2015

6. Filing of Claim

This O&T Proof of Claim must be received by the Monitor by 5:00 p.m. (Winnipeg time) on July 28, 2015 by prepaid ordinary mail, registered mail, courier, personal delivery or electronic transmission at the following address:

Address: Alvarez & Marsal Canada Inc., Arctic Glacier Monitor
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900, P.O. Box 22
 Toronto, ON Canada M5J 2J1

Attention: Melanie MacKenzie

Email: mmackenzie@alvarezandmarsal.com

Fax No.: 416-847-5201

For more information see <http://www.alvarezandmarsal.com/arctic-glacier-income-fund-arctic-glacier-inc-and-subsidiaries>, or contact the Monitor by telephone (1-866-688-0510)

CAPITALIZED TERMS THAT ARE USED BUT NOT DEFINED HEREIN HAVE THE MEANING GIVEN TO THEM IN THE COURT OF QUEEN'S BENCH (WINNIPEG CENTRE) ORDER ISSUED IN AGIF'S CCAA PROCEEDINGS ON JUNE 2, 2015 (THE "UNITHOLDER CLAIMS PROCEDURE ORDER"), WHICH IS ACCESSIBLE ON THE MONITOR'S WEBSITE

Failure to file your O&T Proof of Claim in accordance with the Unitholder Claims Procedure Order will result in your O&T Claim being barred and forever extinguished and you will be prohibited from making or enforcing such O&T Claim against any Officers or Trustees.

SCHEDULE "E"

O&T INDEMNITY PROOF OF CLAIM FORM FOR O&T INDEMNITY CLAIMS BY OFFICERS OR TRUSTEES OF THE ARCTIC GLACIER INCOME FUND (the "O&T Indemnity Proof of Claim")

This form is to be used only by Officers and Trustees of Arctic Glacier Income Fund ("AGIF") who are asserting an indemnity claim against AGIF in relation to an O&T Claim against them and NOT for O&T Claims against AGIF Officers and Trustees. For Initial Distribution Claims against AGIF, please use the form titled "Initial Distribution Proof of Claim Form For Initial Distribution Claims Against Arctic Glacier Income Fund". For O&T Claims against AGIF Officers and Trustees, please use the form titled "O&T Proof of Claim Form For O&T Claims Against Officers or Trustees Of The Arctic Glacier Income Fund". Both forms are available on the Monitor's website at <http://www.alvarezandmarsal.com/arctic-glacier-income-fund-arctic-glacier-inc-and-subsiidiaries>.

1. Officer/Trustee Particulars (the "Indemnitee")

Legal Name of
Indemnitee _____

Address _____

Phone # _____

Fax # _____

City _____ Prov /State _____ email _____

Postal/Zip
Code _____

2. Indemnification Claim

Position(s)
Held _____

Dates Position(s)
Held: From _____ to _____

Reference Number of O&T Proof of Claim with respect to which this
O&T Indemnity Claim is made _____

Particulars of and basis for O&T
Indemnity Claim _____

3. Documentation

Provide all particulars of the O&T Indemnity Claim and supporting documentation giving rise to the O&T Claim.

4. Filing of Claim

This O&T Indemnity Proof of Claim and supporting documentation must be received by the Monitor within fifteen (15) Business Days of the date of deemed receipt by the Officer or Trustee of the O&T Proof of Claim form **by ordinary prepaid mail, registered mail, courier, personal delivery or electronic transmission at the following address:**

Address: Alvarez & Marsal Canada Inc., Arctic Glacier Monitor
Royal Bank Plaza, South Tower
200 Bay Street, Suite 2900, P.O. Box 22
Toronto, ON Canada M5J 2J1

Attention: Melanie MacKenzie

Email: mmackenzie@alvarezandmarsal.com

Fax No.: 416-847-5201

DATED at _____, this _____ day of _____, 2015

Per: _____
Name

Signature:

For more information see <http://www.alvarezandmarsal.com/arctic-glacier-income-fund-arctic-glacier-inc-and-subsidiaries>, or contact the Monitor by telephone (1-866-688-0510)

CAPITALIZED TERMS THAT ARE USED BUT NOT DEFINED HEREIN HAVE THE MEANING GIVEN TO THEM IN THE COURT OF QUEEN'S BENCH (WINNIPEG CENTRE) ORDER ISSUED IN AGIF'S CCAA PROCEEDINGS ON JUNE 2, 2015 (THE "UNITHOLDER CLAIMS PROCEDURE ORDER"), WHICH IS ACCESSIBLE ON THE MONITOR'S WEBSITE

Failure to file your O&T Indemnity Proof of Claim in accordance with the Unitholder Claims Procedure Order will result in your O&T Indemnity Claim being barred and forever extinguished and you will be prohibited from making or enforcing such O&T Indemnity Claim against AGIF.