

**ONTARIO
SUPERIOR COURT OF JUSTICE**

COMMERCIAL LIST

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF CLINE MINING CORPORATION, NEW ELK
COAL COMPANY LLC AND NORTH CENTRAL ENERGY COMPANY**

Applicants

**BOOK OF AUTHORITIES OF THE APPLICANTS
(CCAA Termination Motion Returnable July 30, 2015)**

GOODMANS LLP

Barristers & Solicitors
333 Bay Street, Suite 3400
Toronto, Canada M5H 2S7

Robert J. Chadwick LSUC#: 35165K
Email: rchadwick@goodmans.ca

Logan Willis LSUC#: 53894K
Email: lwillis@goodmans.ca

Bradley Wiffen LSUC#: 64279L
Email: bwiffen@goodmans.ca

Tel: (416) 979-2211
Fax: (416) 979-1234

Lawyers for the Applicants

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**ONTARIO
SUPERIOR COURT OF JUSTICE**

COMMERCIAL LIST

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF CLINE MINING CORPORATION, NEW ELK
COAL COMPANY LLC AND NORTH CENTRAL ENERGY COMPANY**

Applicants

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**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE REGIONAL SENIOR) TUESDAY, THE 2ND
)
JUSTICE MORA WETZ) DAY OF DECEMBER, 2014

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
JAGUAR MINING INC.**



**ORDER
(RE: TERMINATION OF CCAA PROCEEDINGS
& DISCHARGE OF MONITOR)**

THIS MOTION made by FTI Consulting Canada Inc. (“**FTI**”), in its capacity as Court-appointed monitor (the “**Monitor**”) of Jaguar Mining Inc. (“**Jaguar**”) for an Order, *inter alia*, (a) terminating the proceedings (the “**CCAA Proceedings**”) of Jaguar under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”); and (b) discharging and releasing the Monitor, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion of the Monitor returnable December 2, 2014, the Ninth Report of the Monitor dated November 26, 2014 (the “**Monitor's Ninth Report**”), the affidavit of Greg Watson sworn November 26, 2014 (the “**Watson Affidavit**”), and the affidavit of Michael De Lellis sworn November 25, 2014 (the “**De Lellis Affidavit**”), all filed, and on hearing the submissions of counsel to the Monitor and other such counsel as were present, no other parties appearing although duly served as appears from the affidavit of service, filed.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record herein is hereby abridged so that this Motion is properly returnable today and any further service thereof is hereby dispensed with.

APPROVAL OF ACTIVITIES

2. **THIS COURT ORDERS** that the activities and conduct of the Monitor in relation to the CCAA Proceedings (as more particularly described in the reports of the Monitor) are hereby ratified and approved.

3. **THIS COURT ORDERS** that the Third Report of the Monitor, the Fourth Report of the Monitor, the Fifth Report of the Monitor, the Sixth Report of the Monitor, the Seventh Report of the Monitor, the Eighth Report of the Monitor and the Monitor's Ninth Report, each filed in the CCAA Proceedings and the actions, conduct and activities of the Monitor described therein are hereby approved.

APPROVAL OF FEES

4. **THIS COURT ORDERS** that the fees and disbursements of the Monitor in the amount of \$688,555.06 (for the period of January 27, 2014 to November 16, 2014, inclusive, and including Harmonized Sales Tax) and the Monitor's fees and disbursements, estimated not to exceed \$35,000.00, to complete its remaining duties and the administration of these CCAA Proceedings, all as set out in the Watson Affidavit and the Monitor's Ninth Report, are hereby approved.

5. **THIS COURT ORDERS** that the fees and disbursements of the Monitor's counsel, Osler, Hoskin & Harcourt LLP ("**Osler**"), in the amount of \$444,560.35 (for the period of January 25, 2014 to September 12, 2014, inclusive, and including Harmonized Sales Tax) and Osler's fees and disbursements, estimated not to exceed \$20,000.00, in connection with the completion by the Monitor of its remaining duties and the administration of these CCAA Proceedings, all as set out in the De Lellis Affidavit and the Monitor's Ninth Report, are hereby approved.

TERMINATION OF CCAA PROCEEDING

6. **THIS COURT ORDERS** that the CCAA Proceedings shall be and are hereby terminated.

DISCHARGE OF THE MONITOR

7. **THIS COURT ORDERS** that FTI is discharged as Monitor of Jaguar, effective immediately, and shall have no further obligations, liabilities, responsibilities or duties as Monitor.

8. **THIS COURT ORDERS AND DECLARES** that FTI has duly and properly satisfied, discharged and performed its obligations, liabilities, responsibilities and duties in its capacity as Monitor in compliance and in accordance with the CCAA Proceedings, the terms of Jaguar's amended and restated plan of compromise and arrangement dated February 5, 2014, as may be further amended, restated, modified or supplemented from time to time, all Orders of this Honourable Court made in the CCAA Proceedings, the CCAA or otherwise.

9. **THIS COURT ORDERS** that, in addition to the protections in favour of the Monitor as set out in the Orders of this Honourable Court in the CCAA Proceedings and the

CCAA, FTI, whether in its capacity as Monitor or otherwise, Osler, and their respective affiliates and officers, directors, partners, employees and agents (collectively, the “**Released Parties**”) are hereby released and discharged from any and all claims that any person may have or be entitled to assert against the Released Parties, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission, transaction, dealing or other occurrence existing or taking place on or prior to the date of this Order in any way relating to, arising out of or in respect of these CCAA Proceedings (collectively, the “**Released Claims**”), and any such Released Claim shall not include any claim or liability arising out of any gross negligence or willful misconduct on the part of the Released Parties. Subject to the foregoing, any Released Claims are hereby stayed and forever barred and the Released Parties shall have no liability in respect thereof.

10. **THIS COURT ORDERS THAT**, for greater certainty, the Monitor shall not be liable for any act or omission on the part of the Monitor, including with respect to any reliance thereof, including without limitation, with respect to any information disclosed, any act or omission pertaining to the discharge of the Monitor’s duties in the CCAA Proceedings or with respect to any other duties or obligations of the Monitor under the CCAA or otherwise, save and except for any claim or liability arising out of any gross negligence or wilful misconduct on the part of the Monitor.

11. **THIS COURT ORDERS** that no action or other proceeding shall be commenced against any of the Released Parties in respect of the Released Claims except with prior leave of this Honourable Court on at least seven days’ prior written notice to the applicable Released Party and upon further Order securing, as security for costs, the full indemnity costs of the

applicable Released Party in connection with any proposed action or proceeding as the Court hearing the motion for leave to proceed may deem just and appropriate.

12. **THIS COURT ORDERS** that, notwithstanding any provision of this Order, nothing contained in this Order shall affect, vary, derogate from or amend any of the rights, approvals and protections in favour of the Monitor pursuant to any Order of this Court in the CCAA Proceedings, the CCAA or otherwise, all of which are expressly continued and confirmed.

GENERAL


13. **THIS COURT ORDERS** that any and all administrative matters relating to the CCAA Proceedings which arise following the termination of the CCAA Proceedings (including matters relating to the interpretation of Jaguar's Amended and Restated Plan, dated as of February 5, 2014, as amended) may be brought before this Honourable Court for determination, advice and direction.

14. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States of America or elsewhere to give effect to this Order and to assist the Monitor and its 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 Monitor, as an officer of this Court, as may be necessary or desirable to give effect to the Order or to assist the Monitor and its agents in carrying out the terms of this Order.

ENTERED AT OTTAWA IN A COURT
ON / ENREGISTRÉ
LE / ENREGISTRÉ



DEC 3 - 2014


Regional Senior Justice G.B. Morawetz

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

Court File No: CV-13-10383-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
JAGUAR MINING INC. (the "Applicant")

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

**ORDER
(RE: TERMINATION OF CCAA PROCEEDINGS
& DISCHARGE OF MONITOR)**

OSLER, HOSKIN & HARCOURT LLP
P.O. Box 50, 100 King Street West
1 First Canadian Place
Toronto, Ontario M5X 1B8

Marc Wasserman (LSUC#: 44066M)
Tel: 416.862.4908
Fax: 416.862.6666
Email: mwasserman@osler.com

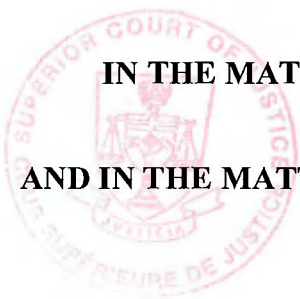
Michael De Lellis (LSUC#:48038U)
Tel: 416.862.5997
Fax: 416.862.6666
Email: mdelellis@osler.com

Lawyers for the Monitor, FTI Consulting Canada Inc.

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**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE)
JUSTICE MORAWETZ)
TUESDAY, THE 18TH
DAY OF JUNE, 2013



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

**AND IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
SKYLINK AVIATION INC.**

CCAA TERMINATION ORDER

THIS MOTION made by SkyLink Aviation Inc. (the "**Applicant**") for an order (the "**CCAA Termination Order**"), among other things, (a) terminating the proceedings (the "**CCAA Proceedings**") of the Applicant under the *Companies Creditors' Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**"); and (b) discharging Duff & Phelps Canada Restructuring Inc. ("**Duff & Phelps**") as the Court-appointed monitor of the Applicant (in such capacity, the "**Monitor**"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, filed, the fourth report of the Monitor dated June 11, 2013 (the "**Fourth Report**"), filed, and on hearing the submissions of counsel for each of the Applicant, the Monitor, and such other counsel as were present, no one else appearing although duly served as appears from the affidavit of service, filed:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion, the Motion Record herein, and the Fourth Report, is hereby abridged and that the motion is properly

returnable today and service upon any interested party other than those parties served is hereby dispensed with.

APPROVAL OF MONITOR'S ACTIVITIES

2. **THIS COURT ORDERS** that the Report of the Proposed Monitor dated March 8, 2013, the First Report of the Monitor dated March 19, 2013, the Second Report of the Monitor dated April 3, 2013, the Third Report of the Monitor dated April 22, 2013, the Fourth Report of the Monitor dated June 11, 2013 and the activities and conduct of the Monitor described in each of such reports, are hereby approved.

APPROVAL OF FEES AND DISBURSEMENTS

3. **THIS COURT ORDERS** that the fees and disbursements of the Monitor for the period from March 8, 2013 to May 31, 2013, inclusive, all as set out in the Affidavit of David Sieradzki and the Fourth Report, are hereby approved.

4. **THIS COURT ORDERS** that the fees and disbursements of the Monitor's counsel, Lax O'Sullivan Scott Lisus LLP ("**Lax**"), for the period from March 8, 2013 to May 31, 2013, inclusive, all as set out in the Affidavit of Tracy Wynne and the Fourth Report, are hereby approved.

5. **THIS COURT ORDERS** that the Fee Accrual (as defined in the Fourth Report) is hereby approved.

DISCHARGE OF THE MONITOR

6. **THIS COURT ORDERS AND DECLARES** that the Monitor has satisfied all of its duties and obligations pursuant to the CCAA and the Orders of the Court in respect of these CCAA Proceedings.

7. **THIS COURT ORDERS AND DECLARES** that Duff & Phelps is hereby discharged as Monitor effective immediately and shall have no further duties, obligations or responsibilities as Monitor, save and except as set out in paragraph 12 hereof.

8. **THIS COURT ORDERS** that, notwithstanding any provision of this Order and the termination of the CCAA Proceedings, nothing herein shall affect, vary, derogate from, limit or amend any of the protections in favour of the Monitor at law or pursuant to the CCAA, the Initial Order or any other Order of this Court in the CCAA Proceedings.

RELEASE

9. **THIS COURT ORDERS** that Duff & Phelps (whether in its capacity as Monitor or otherwise), Lax, counsel to the Applicant and each of their respective affiliates and officers, directors, partners, employees and agents (collectively, the “**Released Parties**”) are hereby released and discharged from any and all claims that any person may have or be entitled to assert against the Released Parties, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission, transaction, dealing or other occurrence existing or taking place on or prior to the date of this Order in any way relating to, arising out of or in respect of the CCAA Proceedings or with respect to their respective conduct in the CCAA Proceedings (collectively, the “**Released Claims**”), and any such Released Claims are hereby released, stayed, extinguished and forever barred and the Released Parties shall have no liability in respect thereof, provided that the Released Claims shall not include any claim or liability arising out of any gross negligence or willful misconduct on the part of the Released Parties.

10. **THIS COURT ORDERS** that no action or other proceeding shall be commenced against any of the Released Parties in any way arising from or related to the CCAA Proceedings, except with prior leave of this Court on at least seven days’ prior written notice to the applicable Released Parties.

TERMINATION OF CCAA PROCEEDINGS

11. **THIS COURT ORDERS** that the CCAA Proceedings are hereby terminated.

12. **THIS COURT ORDERS** that, notwithstanding the discharge of Duff & Phelps as Monitor and the termination of the CCAA Proceedings, the Applicant and Duff & Phelps shall have the authority from and after the date of this CCAA Termination Order to complete any matters that may be incidental to the termination of these CCAA Proceedings, and each of the

Applicant and Duff & Phelps are hereby authorized to apply to this Court for advice and directions or to adjudicate any matter that may arise from and after the date hereof concerning the CCAA Proceedings, the Plan of Compromise and Arrangement dated April 18, 2013 (the “**Plan**”), or any matters pertaining to Claims or Director/Officer Claims (each as defined in the Plan). In completing any such incidental matters, the Monitor shall continue to have the benefit of the provisions of all Orders made in the CCAA Proceedings, including all approvals, protections and stays of proceedings in favour of Duff & Phelps in its capacity as Monitor.

GENERAL

13. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States, or in any other foreign jurisdiction, to give effect to this Order and to assist the Applicant, Duff & Phelps 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 Applicant, Duff & Phelps and their respective agents as may be necessary or desirable to give effect to this Order, or to assist the Applicant and Duff & Phelps and their respective agents in carrying out the terms of this Order.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:



JUN 18 2013



A. Anissimova
Registrar

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED AND IN THE MATTER OF A PLAN OF
COMPROMISE AND ARRANGEMENT OF SKYLINK AVIATION INC.**

Court File No. 13-10033-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

CCAA TERMINATION ORDER

Goodmans LLP
Barristers & Solicitors
Bay Adelaide Centre
333 Bay Street, Suite 3400
Toronto, Canada M5H 2S7

Robert J. Chadwick (LSUC# 35165K)
Logan Willis (LSUC# 53894K)

Tel: 416.979.2211
Fax: 416.979.1234

Lawyers for the Applicant

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**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE) WEDNESDAY, THE 24TH
)
JUSTICE MORAWETZ) DAY OF APRIL 2013

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF CANWEST PUBLISHING INC./ PUBLICATIONS
CANWEST INC., CANWEST BOOKS INC., AND
CANWEST (CANADA) INC.**

Applicants

ORDER

**(RE: TERMINATION OF CCAA PROCEEDINGS &
DISCHARGE OF THE MONITOR)**

THIS MOTION, made by FTI Consulting Canada Inc. ("FTI"), in its capacity as monitor ("**Monitor**") to Canwest Publishing Inc./Publications Canwest Inc., Canwest Books Inc., and Canwest (Canada) Inc. (collectively, the "**Applicants**") and Canwest Limited Partnership/Canwest Societe en Commandite (the "**Limited Partnership**", and together with the Applicants, the "**LP Entities**") for an order, among other things, (a) terminating the proceedings (the "**CCAA Proceedings**") of the LP Entities under the Companies Creditors' Arrangement Act (the "**CCAA**"); and (b) discharging and releasing the Monitor, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Twenty-Sixth Report of the Monitor dated April 16, 2013 (the "**Twenty-Sixth Report**"), the Affidavit of Paul Bishop sworn April 16, 2013 (the

“**Bishop Affidavit**”), the Affidavit of Daphne J. MacKenzie sworn on April 16, 2013 (the “**MacKenzie Affidavit**”) and on hearing from counsel for the Monitor and other such counsel as were present, no one else appearing although duly served.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record herein, including the Twenty-Sixth Report, is hereby abridged and that the motion is properly returnable today and service upon any interested party other than those parties served is hereby dispensed with.

APPROVAL OF ACTIVITIES

2. **THIS COURT ORDERS** that the Twenty-First Report of the Monitor dated March 23, 2012, the Twenty-Second Report of the Monitor dated May 24, 2012, the Twenty-Third Report of the Monitor dated July 25, 2012, the Twenty-Fourth Report of the Monitor dated October 24, 2012, the Twenty-Fifth Report of the Monitor dated January 29, 2013 and the Twenty-Sixth Report, and the activities of the Monitor described in each of them, are hereby approved.

APPROVAL OF FEES AND DISBURSEMENTS

3. **THIS COURT ORDERS** that the fees and disbursements of the Monitor for the period from November 1, 2011 to March 31, 2013, inclusive, and the Monitor’s fees and disbursements, as estimated, to complete its remaining duties and the administration of these CCAA Proceedings, all as set out in the Bishop Affidavit and the Twenty-Sixth Report, are hereby approved.

4. **THIS COURT ORDERS** that the fees and disbursements of the Monitor’s counsel, Stikeman Elliott LLP (“**Stikeman**”), for the period from October 31, 2011 to January 31, 2013, inclusive, and Stikeman’s fees and disbursements, as estimated, in connection with the completion by the Monitor of its remaining duties and the

administration of these CCAA Proceedings, all as set out in the MacKenzie Affidavit and the Twenty-Sixth Report, are hereby approved.

DISCHARGE OF THE MONITOR

5. **THIS COURT ORDERS** that FTI is discharged as Monitor of the LP Entities effective immediately and shall have no further duties as Monitor, save and except as set out in paragraph 7 herein and the filing of a certificate with the Court, substantially in the form attached hereto as Schedule "A" (the "**Monitor's Certificate**"), certifying that:

- (a) fees and disbursements of the Monitor and of Stikeman have been paid in full; and
- (b) any and all matters that may be incidental to the termination of the Proceedings or any other matters necessary to complete the CCAA Proceedings as requested by the LP Entities and agreed to by the Monitor have been completed.

6. **THIS COURT ORDERS AND DECLARES** that the Monitor has satisfied all of its obligations pursuant to the CCAA and these CCAA Proceedings and shall have no further obligations, liabilities, responsibilities or duties as Monitor, save and except as set out in paragraph 7 herein and the filing of the Monitor's Certificate.

7. **THIS COURT ORDERS** that, notwithstanding the foregoing, the Monitor shall have the authority from and after the date of this Order to complete any matters that may be incidental to the termination of these CCAA Proceedings or any other matters necessary to complete these CCAA proceedings as requested by the LP Entities and agreed to by the Monitor.

8. **THIS COURT ORDERS** that, in addition to the protections in favour of the Monitor as set out in the Initial Order, in any other Order of this Court in the CCAA

Proceedings or the CCAA, FTI, whether in its capacity as Monitor or otherwise, Stikeman, and their respective affiliates and officers, directors, partners, employees and agents (collectively, the “**Released Parties**”) are hereby released and discharged from any and all claims that any person may have or be entitled to assert against the Released Parties, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission, transaction, dealing or other occurrence existing or taking place on or prior to the date of this Order in any way relating to, arising out of or in respect of these CCAA Proceedings (collectively, the “**Released Claims**”), and any such Released Claims are hereby released, stayed, extinguished and forever barred and the Released Parties shall have no liability in respect thereof, provided that the Released Claims shall not include any claim or liability arising out of any gross negligence or willful misconduct on the part of the Released Parties.

9. **THIS COURT ORDERS** that no action or other proceeding shall be commenced against FTI in any way arising from or related to its capacity or conduct as Monitor except with prior leave of this Court on at least seven days’ prior written notice to FTI and upon further order securing, as security for costs, the full indemnity costs of the Monitor in connection with any proposed action or proceeding as the Court hearing the motion for leave to proceed may deem just and appropriate.

10. **THIS COURT ORDERS** that, notwithstanding any provision of this Order, nothing contained in this Order shall affect, vary, derogate from or amend any of the protections in favour of the Monitor at law or pursuant to the Initial Order.

STAY EXTENSION

11. **THIS COURT ORDERS** that the Stay Period (as defined in paragraph 21 of the Initial Order) is hereby extended until and including the date on which the Monitor’s Certificate is filed with the Court.

TERMINATION OF CCAA PROCEEDING

12. **THIS COURT ORDERS** that the CCAA Proceedings shall be and are hereby terminated upon the Monitor's filing with this Court of the Monitor's Certificate.

13. **THIS COURT ORDERS** that following the Monitor's filing of the Monitor's Certificate, the Court-ordered charges set forth in the Initial Order shall be discharged and released.

14. **THIS COURT ORDERS AND REQUESTS** the aid and recognition (including assistance pursuant to Section 17 of the CCAA) of any court or any judicial, regulatory or administrative body in any province or territory of Canada and any judicial, regulatory or administrative tribunal or other court constituted pursuant to the Parliament of Canada or the legislature of any province or territory or any court or any judicial, regulatory or administrative body of the United States and the states or other subdivisions of the United States and of any other nation or state to act in aid of and to be complementary to this Court in carrying out the terms of and giving effect to this Order.



ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:



APR 25 2013

SCHEDULE "A"
Monitor's Certificate

Court File No. CV-10-8533-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF CANWEST PUBLISHING INC./
PUBLICATIONS CANWEST INC., CANWEST BOOKS INC.,
AND CANWEST (CANADA) INC.

MONITOR'S CERTIFICATE
(RE: DISCHARGE OF MONITOR)

RECITALS

A. Pursuant to the Order of this Honourable Court dated January 8, 2010, Canwest Publishing Inc./Publications Canwest Inc., Canwest Books Inc., and Canwest (Canada) Inc. (collectively, the "**Applicants**") obtained protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36, as amended (the "**CCAA**") pursuant to the Initial Order of Justice Pepall (the "**Initial Order**"). The Initial Order also granted relief in respect of Canwest Limited Partnership / Canwest Societe en Commandite (together with the Applicants, the "**LP Entities**") and appointed FTI Consulting Canada Inc. ("**FTI**") as monitor (the "**Monitor**") of the LP Entities. The proceedings commenced by the LP Entities under the CCAA will be referred to herein as the "**CCAA Proceedings**".

B. The CCAA Proceedings have been completed in accordance with the Orders of this Court and under the supervision of the Monitor.

C. Pursuant to the Order of this Court dated April [24], 2013, the Monitor may be discharged and the CCAA Proceedings may be terminated upon filing of this Monitor's Certificate with the Court.

THE MONITOR CERTIFIES the following:

1. The fees and disbursements of the Monitor and of the Monitor's counsel, Stikeman Elliott LLP, have been paid in full.
2. The Monitor has completed any and all matters that may be incidental to the termination of the CCAA Proceedings or any other matters necessary to complete the CCAA Proceedings as requested by the LP Entities and agreed to by the Monitor.

DATED at Toronto, Ontario this ____ day of _____, 2013.

FTI CONSULTING INC., solely in its capacity as
Monitor of the LP Entities and not in its personal
or corporate capacity

By: _____

Name: Paul Bishop
Title: Senior Vice President

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

Court File No: CV-10-8533-00CL

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
CANWEST PUBLISHING INC./PUBLICATIONS CANWEST INC., CANWEST
BOOKS INC. AND CANWEST (CANADA) INC.**

Applicants

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

ORDER

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

David R. Byers LSUC #: 22992W
Tel: (416) 869-5697
Maria Konyukhova LSUC#: 52880V
Tel: (416) 869-5230
Fax: (416) 647-0866

Lawyers for the Monitor

**IN THE MATTER OF THE COMPANIES' CREDITORS' ARRANGEMENT
ACT, R.S.C. 1985, c. C-36, AS AMENDED
AND IN THE MATTER OF A PLAN OF COMPROMISE AND
ARRANGEMENT OF CLINE MINING CORPORATION, NEW ELK COAL
COMPANY LLC AND NORTH CENTRAL ENERGY COMPANY**

Court File No.: CV14-10781-00CL

Applicants

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**BOOK OF AUTHORITIES OF THE APPLICANTS
(CCAA Termination Motion
Returnable July 30, 2015)**

GOODMANS LLP

Barristers & Solicitors
333 Bay Street, Suite 3400
Toronto, Canada M5H 2S7

Robert J. Chadwick LSUC#: 35165K
Email: rchadwick@goodmans.ca

Logan Willis LSUC #: 53894K
Email: lwillis@goodmans.ca

Bradley Wiffen LSUC #: 64279L
Email: bwiffen@goodmans.ca

Tel: (416) 979-2211
Fax: (416) 979-1234

Lawyers for the Applicants