

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,  
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,  
R.S.C. 1985, c. C-44, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF  
ALL CANADIAN INVESTMENT CORPORATION

**CREDITOR PROXY**

Capitalized terms used herein and not otherwise defined have the meanings ascribed to them in the Meeting Order made in these proceedings November 18, 2019 as amended May 19, 2020.

In accordance with the Meeting Order, the Petitioner has been authorized to convene a Meeting of the Creditors to consider and vote on whether to accept the plan dated November 18, 2020 and modified May 19, 2020 and November 3, 2020 made under the *Companies' Creditors Arrangement Act* (the "CCAA") (as may be amended from time to time; the "Plan").

**Before completing this proxy, please read carefully the "Instructions for Completion of Proxy" included herewith.**

In accordance with the terms of the Meeting Order and the Plan, this proxy may only be filed by Creditors having a Proven Claim.

If any person is to attend the Meeting (or any adjournment thereof) on behalf of a Creditor and vote on the Plan, or if the Creditor wishes to appoint a representative designated by the Monitor to act as the Creditor's proxy, this proxy form must be completed and signed by the Creditor and either: (i) received by the Monitor, McEown + Associates Ltd., by no later than 5:00 p.m. (Vancouver time) on December 18, 2020; or (ii) deposited with the Chair of the Meeting prior to the start of the Meeting.

**THE UNDERSIGNED CREDITOR** hereby revokes all proxies previously given and nominates, constitutes, and appoints \_\_\_\_\_ or, if nobody is specified, nominates John McEown of McEown + Associates Ltd. in its capacity as Monitor of the Petitioner, or such person as he may designate as nominee of the Creditor, with power of substitution, to attend on behalf of and act for the undersigned Creditor at the Meeting to be held in order to consider and, if thought advisable, vote in respect of the resolution to approve the Plan and at any and all adjournments of the Meeting, and to vote the full amount of the Creditor's total Proven Claims as follows:

A. (mark only one):

VOTE FOR approval of the Plan; or

VOTE AGAINST approval of the Plan; and

B. If neither of the options noted above is selected, to vote at the nominee's discretion and otherwise act for and on behalf of the Creditor in respect of any amendments or variations to the Plan or in respect of any other matters that may come before the Meeting, or any adjournment thereof.

Dated at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 2020.

**Signature:**

\_\_\_\_\_

(if creditor is an individual)

**Name:** \_\_\_\_\_

(print name of Creditor as it appears on the Proof of Claim form)

**Signature:**

\_\_\_\_\_

(if creditor is a corporation this section must be completed by a duly authorized officer or attorney of the corporation)

**Name:** \_\_\_\_\_

**Title:** \_\_\_\_\_

(print name and title of signatory)

**Witness Signature:**

\_\_\_\_\_

(only applicable if Creditor is an individual)

**Name:** \_\_\_\_\_

**Phone number:** \_\_\_\_\_

(print name of witness and include day time phone number)

**Phone number of Creditor:** \_\_\_\_\_

**Email address of Creditor:** \_\_\_\_\_

## INSTRUCTIONS FOR COMPLETION OF PROXY

1. This proxy should be read conjunction with the Plan and the Meeting Order, copies of which are included in the Meeting Materials delivered to you and are available on the Monitor's website at: <https://www.mceownassociates.com/all-canadian-investment-corporation> .
2. Each Creditor who has a right to vote at the Meeting has the right to appoint a person (who does not need to be a Creditor) to attend, act, and vote for and on their behalf at the Meeting, or any adjournments thereof, and such right may be exercised by inserting in the space provided the name of the person to be appointed
3. If no name has been inserted in the space provided, John McEown of McEown + Associates Ltd. in its capacity as Monitor of the Petitioner, or such other representative of the Monitor as he may designate, shall be deemed to be appointed as proxy holder for the Creditor, with the power of substitution.
4. If an officer of McEown + Associates Ltd. in its capacity as Monitor of the Petitioner, is appointed or is deemed to be appointed as proxy holder, and the Creditor fails to indicate a vote for or against the approval of the Plan on this proxy, this proxy will be voted **FOR** approval of the Plan.
5. If the proxy is not dated in the space provided therefor, it shall be deemed to bear the date on which it is received by the Monitor.
6. This proxy must be signed by the Creditor or by his or her attorney duly authorized in writing or, where the Creditor is a corporation, by a duly authorized officer or attorney of the corporation with an indication of the title of such officer or attorney.
7. Valid proxies bearing or deemed to be bearing a later date shall revoke this proxy. In the event that more than one valid proxy for the same Creditor and bearing or deemed to be bearing the same date is received with conflicting instructions, such proxies will be treated as disputed proxies and shall not be counted for the purposes of the vote.
8. This proxy must be received by the Monitor by email: [jm@mceownassociates.ca](mailto:jm@mceownassociates.ca), Fax: (604) 558-8021 or delivery by no later than 5:00 pm (Vancouver Time) on December 18, 2020, at the following address:

McEown + Associates Ltd.  
Court-appointed Monitor of All Canadian Investment Corporation  
110 – 744 West Hastings Street,  
Vancouver, BC V6C 1A5  
Attention: John McEown

9. This proxy may also be deposited with the Chair of the Meeting prior to commencement of the Meeting and no proxy will be accepted by the Chair of the Meeting after commencement of the Meeting.