

REQUEST FOR OFFERS TO PURCHASE

McCAW NORTH DRILLING & BLASTING LTD.



THE BOWRA GROUP INC.

LICENSED INSOLVENCY TRUSTEE

September 25, 2019



**REQUEST FOR OFFERS TO PURCHASE
McCAW NORTH DRILLING & BLASTING LTD.**

TABLE OF CONTENTS

1. Overview.....	Page 3
2. Company Summary.....	Page 5
3. Assets.....	Page 5
4. Personal Property Registry Search.....	Page 5
5. Submission of Offers.....	Page 5

APPENDICES

- A.** Certificate of Filing of a Notice of Intention to Make a Proposal
- B.** Capital Asset Listing
- C.** Personal Property Registry Searches
- D.** Form of Offer

Additional information and viewing of the assets can be facilitated for interested parties through the Vendor.

1. Overview

On September 20, 2019, McCaw North Drilling & Blasting Ltd. (the “Company” or “McCaw North”) filed a Notice of Intention to Make a Proposal (“NOI”) pursuant to Section 50.4(1) of the *Bankruptcy and Insolvency Act* (the “Act”). The Bowra Group Inc. consented to act as Trustee in the Proposal proceedings. A copy of the Certificate of Filing of a Notice of Intention to Make a Proposal is attached as **Appendix A**.

In accordance with the NOI proceedings, the Company (the “Vendor”) is seeking offers to purchase McCaw North Drilling & Blasting Ltd.’s assets.

The Company provides the following services:

- Drilling and blasting;
- Welding;
- Drilling and installation of piles;
- Curtain grouting;
- Rock reinforcement; and,
- Drilling and installation of instrumentation systems.

The Company operates primarily out of Yellowknife, Northwest Territories.

The Vendor is selling its right title and interest in the assets of the Company which include:

- Compressors;
- Drills and attachments;
- Various corporate vehicles;
- Various trailers;
- Telehandlers, excavators, and loaders;
- Seacan containers; and,
- Warehouse equipment.

The Vendor does not make any representation, covenants or warranty regarding the assets.

All inquiries should be directed to the Vendor.

Viewing of the assets can be facilitated by the Vendor.

Prospective purchasers must submit offers, in the form of the offer enclosed, to the Company prior to **4:00 pm MST, Wednesday, October 23, 2019.**

The Vendor is at liberty to accept any offer in its sole discretion, and specifically reserves the right (a) not to accept the highest or any offer whatsoever and (b) to accept or negotiate with any prospective purchaser at any time prior to the deadline. All sales will be subject to court approval in accordance with s. 65.13 of the *Bankruptcy and Insolvency Act*.

Although the Vendor will entertain piecemeal offers, preference will be given to en-bloc offers.

This Request for Offers to Purchase ("ROP") is intended solely for the purpose of soliciting offers from qualified, prospective purchasers of the Company's assets. The Trustee has prepared the ROP from information provided by the Company. The Trustee has conducted a limited review of this information, but has not independently verified its accuracy or completeness, and makes no representations or warranties in that regard.

The ROP is provided with the expressed understanding that each prospective purchaser will undertake its own due diligence and independently investigate those matters that it deems pertinent. Nothing in the ROP shall be deemed to create or imply any covenant, representation or warranty whatsoever on the part of the Vendor.

For further information about this opportunity please contact:

Colton Moran
coltonmoran@mccawnorth.com

McCaw North Drilling & Blasting Ltd.
PO Box 1441
Yellowknife, NT X1A 2P1

2. Company Summary

McCaw North is a privately held company that operates in Yellowknife, Northwest Territories. The Company provided various drilling and blasting, welding, installation of piles, curtain grouting, rock reinforcement, and installation of instrumentation system services.

3. Assets

The Company's assets consist of compressors, drills and attachments, various corporate vehicles, various trailers, telehandlers, excavators and loaders, seacan containers, and warehouse equipment.

A detailed list of the capital assets is attached as **Appendix B**.

Please note asset additions or deletions may occur during the sales process. The Vendor will update interested parties of any additions that occur during the due diligence process.

4. Personal Property Registry Search

The personal property registry searches are attached as **Appendix C**.

5. Submission of Offers

The Company is seeking offers to purchase the assets of McCaw North Drilling & Blasting Ltd.

Prospective purchasers can submit offers to the Vendor at the following address:

McCaw North Drilling & Blasting Ltd.

PO Box 1440

Yellowknife, NT X1A 2P1

Attention: Colton Moran

Each offer to purchase the assets must be in the form of offer attached as **Appendix D** and include a deposit (the “Deposit”) by way of a bank draft for 20% of the offer price payable to “McCaw North Drilling & Blasting Ltd.”

Offers may also be submitted via email (coltonmoran@mccawnorth.com) provided the Deposit is received prior to the deadline.

Additional terms and conditions are further defined in **Appendix D**.

Prospective purchasers must submit offers, in the form of the offer, to the Vendor prior to **4:00 pm MST, Wednesday, October 23, 2019**.

Offers submitted to the Vendor must remain firm and irrevocable for a minimum of seven days after they have been submitted. The Vendor will return the Deposits of prospective purchasers for offers that are not accepted.

The Vendor is at liberty to accept any offer in its sole discretion, and specifically reserves the right (a) not to accept the highest or any offer whatsoever, (b) to accept or negotiate with any prospective purchaser at any time prior to the deadline, or (c) to apply to Court for approval of any offer.

The Vendor will evaluate the offers received and may individually contact some or all prospective purchasers to request additional information about their respective offers.

This ROP is intended solely for the purpose of soliciting offers from qualified, prospective purchasers of the Company’s assets. The Trustee has prepared the ROP from information provided by the Company and other sources deemed reliable. The Trustee has conducted a limited review of this information, but has not independently verified its accuracy or completeness. The ROP is provided with the expressed understanding that each prospective purchaser will undertake its own due diligence and independently investigate those matters that it deems pertinent. Nothing in the ROP shall be deemed to create or imply any covenant, representation or warranty whatsoever on the part of the Vendor.

The Vendor or the Trustee reserves the right to amend at any time the ROP and other information that the Vendor transmits in writing or orally to any prospective purchaser.

Each prospective purchaser will bear all their own costs, including, but not limited to, legal counsel and external advisers, for its investigation and due diligence for preparing its offer to purchase or to complete the purchase of the assets.

The Bowra Group Inc.

Licensed Insolvency Trustee of McCaw North Drilling & Blasting Ltd.

APPENDIX A

Certificate of Filing of a Notice of Intention to Make a Proposal



Industry Canada

Office of the Superintendent
of Bankruptcy Canada

Industrie Canada

Bureau du surintendant
des faillites Canada

District of Northwest Territories
Division No. 01 - Northwest Territories
Court No. 24-2561006
Estate No. 24-2561006

In the Matter of the Notice of Intention to make a
proposal of:

MCCAW NORTH DRILLING & BLASTING LTD.

Insolvent Person

THE BOWRA GROUP INC.

Licensed Insolvency Trustee

Date of the Notice of Intention: September 20, 2019

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforementioned insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforementioned insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: September 20, 2019, 17:37

E-File/Dépôt Electronique

Official Receiver

Canada

Canada Place Building, 9700 Jasper Avenue NW, Suite
725, Edmonton, Alberta, Canada, T5J4C3, (877)376-9902

APPENDIX B

Capital Asset Listing

McCAW NORTH DRILLING & BLASTING LTD
EQUIPMENT LIST AND UNIT NUMBERS

Compressors:

Unit #	Description	Serial Number	Fuel Type	Location
C0601	1070 CFM Compressor (350psi) - Ingersoll	372906UFQB41	Diesel	Newfoundland
C9502	IR 750/300 Compressor	194201	Diesel	Yellowknife
C9803	IR XHP900 W Cat Skid Compressor	288151UB1584	Diesel	Yellowknife
C0804	185 Compressor	64Z12499	Diesel	Yellowknife
C1205	Doosan 375 Compressor	441642UFW69	Diesel	Yellowknife

Drills and Attachments:

Unit #	Description	Serial Number	Fuel Type	Location
DA0801	2008 Traxxon TR-EX2000 Drill Attachment	TRXBS51108BA0225	N/A	McCaws
DA1002	Interoc Attachment BAS 2200	2200102	N/A	Yellowknife
DA0003	Hy-Ram 805 Attachment (breaker)		N/A	Yellowknife
D8101	Krupp DHR 80	7872	Diesel	Yellowknife
D9002	1990 Rebuilt BV(Lyndsay)	3511758	Diesel	Yellowknife
D0003	Interoc AN 109B c/w B1500R Drifter	9102	Diesel	Yellowknife
D0104	Interoc AN 109B c/w B1000 RC 64	9108	Diesel	Newfoundland
D0806	2008 Sandvik DC120 (with Hydraulic Winch)	108M13626-1	Diesel	McCaws
D0707	Interoc AN 140 c/w B2000 Hammer	14023	Diesel	Yellowknife
D0708	Sandvik DX-800	107T12982-1	Diesel	Hope Bay
D1010	Sandvik DX-800	110T16614-1	Diesel	Hope Bay
D1011	Sandvik DX-800	110T16702-1	Diesel	Hope Bay
D1112	2011 Sandvik DC120	110M14595-1	Diesel	Yellowknife
D0013	2000 Hydratrak Model 400	1P58J61	Diesel	Baker Lake
D0014	2000 Hydratrak Model 400	1P58J18	Diesel	Yellowknife
D0715	Atlas Copco D9-11 c/w Winch	AVO07A1196	Diesel	Yellowknife
D0716	Atlas Copco D9-11	AVO06A1144	Diesel	Yellowknife
D0418	Interoc AN109B	9124	Diesel	Newfoundland
D0219	Ingersoll Rand DML	7730	Diesel	Yellowknife
D9720	Ingersoll Rand DML	7358	Diesel	Yellowknife
D0122	Interoc AN109	9125	Diesel	Newfoundland
D9623	Interoc AN109B	9084	Diesel	Newfoundland
D0724	Atlas Copco ECM-590	G11493HO	Diesel	Yellowknife
D1327	Atlas Copco FlexiROC T20R	BGN13H1004	Diesel	Newfoundland
D1128	Sandvik DX-800	111t16260-1	Diesel	Hope Bay

Unit # Description Serial Number Fuel Type Location
Cars/Trucks:

Unit #	Description	Serial Number	Fuel Type	Location
T9901	1999 International 4700 with 18' Van	IHTSCAAPOXH612697	Diesel	Yellowknife
T9203	1992 Ford F 700 4X4 (Grout Truck)	1FDNF77J6NVA09206	Gas	Yellowknife
T9204	1992 International 4900 Picker Truck	1HTSHPCR2NH439703	Diesel	Yellowknife
T0106	2001 Ford F350 (Gas) (FL001)	1FTSW31L91EA83451	Gas	Yellowknife
T0607	2006 Ford F550 Mechanic Truck c/w Box	1FDAF57P86EC57823	Diesel	Yellowknife
T0608	Ford F350 Superduty (FL002)	1FTSW31P44ED79758	Diesel	Yellowknife
T0609	2006 Ford F350 (Gas)	1FTWW31556EA56001	Gas	Yellowknife
T0611	2006 Ford F350 (Powder Truck)	1FTWW31P46EB69780	Diesel	Yellowknife
T0712	2007 F350	1FWW31P57EB45893	Diesel	Yellowknife
T0713	F-350 King Ranch Dually	1FTWW33PX7EB45272	Diesel	Yellowknife
T0814	2008 F550 Silver	1FDAF57R08EB14157	Diesel	Yellowknife
T0815	F-150 Short Box	1FTPW14V28FB87081	Gas	Newfoundland
T0816	2008 Ford F350 (Powder Truck)	1FTWW31R68EA67840	Diesel	Yellowknife
T1017	2010 Ford F150 Platinum	1FTFW1EV9AFB51744	Gas	Yellowknife
T1018	2010 Ford F350 Superduty	1FTWW3BR5AEA32839	Diesel	Newfoundland
T1119	2011 Ford F350 Superduty	1FT8W3BT1BEA19527	Diesel	Newfoundland
T1120	2011 Ford F150	1FTFX1EF1BFA66646	Gas	Yellowknife
T1121	2011 Ford F350 Superduty	1FT8W3BT0BEA18336	Diesel	Newfoundland
T9123	Ford F7000 Water Truck	1FDPR72P2MVA01209	Diesel	Yellowknife
T0625	2005 Ford F350 Lariat CC	1FTWW31P06EB80467	Diesel	Yellowknife
T1226	2012 Ford F250 Pickup	1FT7W2BT0CEA62408	Diesel	Newfoundland
T1227	2012 Ford F350 CC	1FT8W3BTXCEA18829	Diesel	Newfoundland
T1228	2012 Ford F350 CC Flat Deck	1FT8W3BT5CEA14588	Diesel	Yellowknife
T0329	2003 Kenworth W900B	1XKWD49X13R968697	Diesel	Yellowknife
T0730	2007 Pontiac G5 (Pursuit)	1G2AJ55F777319414	Gas	Yellowknife
T0634	2006 International (ANFO Truck)	1HTMMAAP26H221829	Diesel	Yellowknife
T1035	2010 Freightliner (Fuel Truck)	1FYACYBS3ADAT6128	Diesel	Yellowknife
T0736	2007 International 4400 Grout Truck	1HTMSAAR07H529395	Diesel	Newfoundland
T0537	2005 Ford F350 Service Truck	1FDWW37P35EB94221	Diesel	Yellowknife

Unit # Description Serial Number Fuel Type Location

Trailers:

Unit #	Description	Serial Number	Fuel Type	Location
TR0901	2009 Felling FT 503 LP (MDB TR043)	5FTDA323691032150	N/A	Yellowknife
TR8102	1981 Utility Trailer (Horse Trailer-MDB TR029)	H-8108279MS	N/A	Yellowknife
TR1103	2011 20' Cushion Tilt Trailer	2DACC6270BT011870	N/A	Yellowknife
TR1104	2200 UA Utility Trailer	1MDFHDJ198A407213	N/A	Yellowknife
TR0706	2007 Grey Bobcat Trailer	2E9FS18287R038964	N/A	Yellowknife
TR1108	XL 110HDG Gooseneck Tilt Trailer	4U310533BL011279	N/A	Yellowknife
TR9509	53' Heated Van	1JJV532U3SL248275	N/A	Yellowknife
TR1610	RENN 53' Step Deck	2S9NC0466G1036860	N/A	Yellowknife
TR1511	Maxi-Roule Utility Trailer GAL72144S	2MXUA5B39FD061546	N/A	Newfoundland

Other Eq.

Unit #	Description	Serial Number	Fuel Type	Location
B0501	Bobcat 883/S300 (w/bucket & forks)	531112005	Diesel	Yellowknife
B0502	IR Bobcat Model S185	5250 22026	Diesel	Yellowknife
BT001	Boretrack Deviation Tool		N/A	Yellowknife
EX0601	330DL Excavator (Caterpillar)	MWP00867	Diesel	Yellowknife
EX0802	330DL Excavator (Caterpillar) (2008)	CAT0330DHMWP02360	Diesel	Yellowknife
EX0503	2005 CAT 322 Excavator	CAT0322CJHEK00810	Diesel	Yellowknife
FF001	Frost Fighter	05010155	Diesel	Yellowknife
G0601	Cat XQ 230 480V Generator	X3R00260	Diesel	Yellowknife
G1203	EU2000 Generator	2433127		Yellowknife
L1601	Komatsu WA270-7 Wheel Loader	80898	Diesel	Yellowknife
LP0501	Light Plant	349731		Yellowknife
MH0701	2007 Portable Heater Trailer Maxi Heat	0276MXH07	Diesel	Yellowknife
CR001	Diamond Core Rig DD200	279558-12-053463-AM		Yellowknife
PW001	300 PSI Hot Water Washer 230V	11090850-100180	Diesel/Elec	Yellowknife
PW002	Dewalt Pressure Washer			
PW003	1000 PSI Electric Pressure Washer	C06113-11025		Yellowknife
P8802	Brahma Air Pump / Water Pump	25185820		
PL001	Gardener Plugger S58	1040906		Yellowknife
PL002	IR Plugger	G08L51951		Yellowknife
Q0801	2008 Kubota RTV (Model 1100CW-H)	20056	Diesel	Yellowknife
SC001	Seacan Container		N/A	Yellowknife

Unit #	Description	Serial Number	Fuel Type	Location
SC002	Seacan Container		N/A	Yellowknife
SC003	Seacan Container		N/A	Yellowknife
SC004	Seacan Container		N/A	Yellowknife
SC005	Seacan Container		N/A	Yellowknife
SC006	Seacan Container		N/A	Yellowknife
SC007	Seacan Container	4301654	N/A	Yellowknife
SH1001	HL800T Drifter	UO47295	N/A	Yellowknife
WG001	Lincon Welder (Mechanics Truck Bluefish 8105)		Gas	Yellowknife
WD002	Miller Welder (Mechanics Truck T0604)		Diesel	Yellowknife
WE003	Miller Welder (YK Shop 2)		Electric	Yellowknife
WD004	Miller 302 (Mechanics Truck T9901)		Diesel	Yellowknife
WD005	Vantage 300 DSL Welder	U1111012683	Diesel	Yellowknife
WE005	Miller Welder "Big Blue"			Yellowknife
WE006	Power Mig 180 Dual	M3140601581	Electric	Yellowknife
TT001	Red Tidy Tank		N/A	Yellowknife
TT002	Grey Tidy Tank		N/A	Yellowknife
Z0701	Genie Telehandler (Zoom Boom)	GTH551917035	N/A	Yellowknife

APPENDIX C

Personal Property Registry Searches

This report lists registrations in the Personal Property Registry that match the following search criteria:

Province or Territory Searched: Northwest Territories
Type of Search: Debtors (Enterprise)
Search Criteria: MCCA W NORTH DRILLING & BLASTING LTD.
Date and Time of Search: 2019-08-15 19:27 (Atlantic)
Transaction Number: 18668435
Searched By: S185207

The following table lists records that match the Debtors (Enterprise) you specified.

Exact	Included	Original Registration Number	Enterprise Name	Place
*	*	1233301	Mccaw North Drilling & Blasting Ltd.	yellowknife
*	*	1278520	MCCA W NORTH DRILLING & BLASTING LTD.	YELLOWKNIFE
*	*	1279208	MCCA W NORTH DRILLING & BLASTING LTD.	YELLOWKNIFE
*	*	1280116	MCCA W NORTH DRILLING & BLASTING LTD.	Yellowknife
*	*	1294780	McCaw North Drilling & Blasting Ltd.	Yellowknife
*	*	1370117	MCCA W NORTH DRILLING & BLASTING LTD.	YELLOWKNIFE
*	*	1557728	MCCA W NORTH DRILLING & BLASTING LTD.	YELLOWKNIFE
	*	1306740	MCCA W NORTH DRILLING & BLASTING LTD	YELLOWKNIFE
	*	1306740	MCCA W NORTH DRILLING & BLASTING LTD	YELLOWKNIFE
	*	1057894	MCCA W NORTH DRILLING & BLASTING LTD	YELLOWKNIFE

An '*' in the 'Exact' column indicates that the Debtor (Enterprise) exactly matches the search criteria.

Included Column Legend

- An asterisk (*) in the 'Included' column indicates that the registration's details are included within the Search Result Report.

Registration Counts

- 7 registration(s) contained information that **exactly** matched the search criteria you specified.

- 3 registration(s) contained information that **closely** matched the search criteria you specified.

When reviewing the registrations below, note that a registration which has expired or been discharged within the last 30 days can still be re-registered by the secured party.

All registration date/time values are stated in Atlantic Time.

For more information concerning the Personal Property Registry, go to www.acol.ca

Registration Details for Registration Number: 1233301

Province or Territory: Northwest Territories
Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1233301	2015-08-21 18:28	2025-08-21	

This registration has **not** been the subject of an Amendment or Global Change. The following registration information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
Mccaw North Drilling & Blasting Ltd.
PO Box 1440
yellowknife NT X1A 2P1
Canada

Secured Parties

Type: Enterprise
Sissons Enterprises Corp.
Lot 26, 26308 Twp Rd. 525A
Acheson AB T7X 5A6
Canada

Type: Enterprise
Tanks Direct
Lot 26, 26308 Twp Rd. 525A
Acheson AB T7X 5A6
Canada

General Collateral

FUEL/OIL/FLUID STORAGE TANKS, SPILL BOXES AND ALL ACCESSIONS, IMPROVEMENTS OR MODIFICATIONS THERETO, INCLUDING WITHOUT LIMITATION ALL PUMPS, DISPENSING EQUIPMENT, PIPING, NOZZLES, ELECTRICAL SYSTEMS, VALVES, LEASES, CARDLOCK OR KEYLOCK SYSTEMS PROCEEDS: ALL OF THE DEBTOR'S PRESENT AND AFTER ACQUIRED GOODS, MOTOR VEHICLES, ACCOUNTS, MONEY, CHATTEL PAPER, DOCUMENTS OF TITLE, INVESTMENT PROPERTY, INSTRUMENTS AND INTANGIBLES AS DEFINED IN THE PERSONAL PROPERTY SECURITY ACT, INSURANCE PROCEEDS AND ALL OTHER SUBSTITUTIONS, RENEWALS, ALTERATIONS OR PROCEEDS OF EVERY DESCRIPTION AND OF ANY KIND WHATSOEVER DERIVED DIRECTLY OR INDIRECTLY FROM ANY DEALINGS WITH THE GENERAL COLLATERAL OR SERIAL NUMBER COLLATERAL (IF ANY) DESCRIBED ABOVE, OR PROCEEDS THEREFROM.

Registration Details for Registration Number: 1278520

Province or Territory: Northwest Territories
Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1278520	2016-02-17 16:38	2021-02-17	2339

This registration has **not** been the subject of an Amendment or Global Change. The following registration information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
MCCAW NORTH DRILLING & BLASTING LTD.
11A MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1
Canada

Secured Parties

Type: Enterprise
ATLAS COPCO MINING AND ROCK EXCAVATION TECHNIQUE CANADA PART OF
ATLAS COPCO CANADA INC.
1025, TRISTAR DRIVE
MISSISSAUGA ON L5T 1W5
Canada

General Collateral

Rig Item Number 8992008854 Flexiroc D65, serial number AVO13A1434

and all attachments, additions, accretions and accessories thereto, and any replacements thereof or substitutions therefore and any accessions or repairs made to any of the foregoing and all proceeds or the foregoing, wherever the merchandise is located and all proceeds thereof P.M.S.I.

Amount \$ 930,000,00 plus applicable taxes

Registration Details for Registration Number: 1279208

Province or Territory: Northwest Territories

Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1279208	2016-02-19 14:26	2021-02-19	
Amendment	1279529	2016-02-22 13:28	2021-02-19	

As listed in the Registration History section above, this registration has been the subject of an Amendment or Global Change to add or delete information. The following registration details provide the registration number for the Amendment that added or deleted information. If no "added by" or "deleted by" registration number is provided, the information was added by the original registration and has not been deleted.

Debtors

The Debtor below was added by registration number 1279529

Type: Individual
 MCCA W, DEVON
 111 NIVEN DRIVE
 YELLOWKNIFE NT X1A 3W8
 Canada

Type: Enterprise
 MCCA W NORTH DRILLING & BLASTING LTD.
 11 A MELVILLE DRIVE
 PO BOX 1440
 YELLOWKNIFE NT X1A 2P1
 Canada

Secured Parties

Type: Enterprise
 KOMATSU INTERNATIONAL (CANADA) INC.
 3755 BOUL MATTE, SUITE E
 BROSSARD QC J4Y 2P4
 Canada

Serial Numbered Collateral

Serial Number	Collateral Type	Description	Added By	Deleted By
80898	Motor Vehicle	KOMATSU WA270-7	1279208	

Additional Information

HYDRAULIC QUICK COUPLER S/N W25SCH0993-WA270,
 3.0 CUYD G.P. BUCKET S/N W25CBG0970-3.00,
 FORK RACK S/N W30V FV1000-84, JIB BOOM S/N W30SJM0954

ALL PRESENT AND AFTER ACQUIRED ATTACHMENTS, ACCESSORIES, CONTROLS, MOTORS, INSTRUMENTS, SPARE PARTS, APPURTENANCES, MANUALS, MANUFACTURERS WARRANTIES AND OTHER EQUIPMENT ASSOCIATED WITH ANY OF THE VEHICLE COLLATERAL TOGETHER WITH ALL PROCEEDS FROM THE VEHICLE COLLATERAL THAT ARE GOODS, ACCOUNTS, NOTES, INSTRUMENTS, SECURITIES, TRADE-INS, CHATTEL PAPER, DOCUMENTS OF TITLE, CONTRACT RIGHTS, RENTAL PAYMENTS, INSURANCE PAYMENTS, INTANGIBLES AND OTHER PROPERTY OR OBLIGATIONS RECEIVED WHEN ANY OF THE SAID COLLATERAL IS SOLD, DEALT WITH OR OTHERWISE DISPOSED OF OR ANY PROCEEDS THERE FROM. TERMS USED HEREIN WHICH ARE DEFINED IN THE PERSONAL PROPERTY SECURITY ACT OF NORTHWEST TERRITORIES SHALL HAVE THE MEANING ASCRIBED TO THEM IN SUCH ACT.

Registration Details for Registration Number: 1280116

Province or Territory: Northwest Territories
 Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1280116	2016-02-23 20:03	2027-02-23	25438/ACD
Amendment	1280232	2016-02-24 12:52	2027-02-23	25438/ACD
Amendment	1300719	2016-05-12 18:36	2027-02-23	25438/ACD

As listed in the Registration History section above, this registration has been the subject of an Amendment or Global Change to add or delete information. The following registration details provide the registration number for the Amendment that added or deleted information. If no "added by" or "deleted by" registration number is provided, the information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
MCCAW NORTH DRILLING & BLASTING LTD.
MCCAW, DEVON
11 Melville Drive
Yellowknife NT X1A 2P1
Canada

Type: Enterprise
6361 N.W.T. LTD.
P.O. BOX 1442
Yellowknife NT X1A 3W8
Canada

Secured Parties

Type: Enterprise
BUSINESS DEVELOPMENT BANK OF CANADA
4912 - 49 Street
Yellowknife NT X1A 1P3
Canada

General Collateral

All present and after acquired personal property (including, without limitation, all equipment, inventory, accounts, documents of title, securities, money and intellectual property) and all proceeds thereof.

Serial Numbered Collateral

Serial Number	Collateral Type	Description	Added By	Deleted By
TRXBS51108BA0225	Motor Vehicle	2008 TRAXXON TR-EX2000 DRILL ATTACHMENT	1280116	
2200102	Motor Vehicle	2010 INTEROC BAS2200 DRILL ATTACHMENT	1280116	
9102	Motor Vehicle	2000 INTEROC AN 1096 CRAWLER DRILL RIG	1280116	
1P58J18	Motor Vehicle	2000 REED SVEDALA 400CR DRILL RIG	1280116	
9108	Motor Vehicle	2002 INTEROC AN109B CRAWLER DRILL RIG	1280116	
9125	Motor Vehicle	2001 INTEROC AN109 CRAWLER	1280116	

Serial Number	Collateral Type	Description	Added By	Deleted By
		DRILL RIG		
7730	Motor Vehicle	2002 INGERSOLL RAND DML DRILL RIG	1280116	
9124	Motor Vehicle	2004 INTEROC AN109B CRAWLER DRILL RIG	1280116	
1K09X82	Motor Vehicle	2006 TEREX REED DRILL 345 HYDRA TECH	1280116	
14015	Motor Vehicle	2007 INTEROC AN 140	1280116	
107T129821	Motor Vehicle	2007 SANDVIK DX800 SURFACE DRILL RIG	1280116	
AV007A1196	Motor Vehicle	2007 ATLAS COPCO ROC D9-11 DRILL RIG	1280116	
AVO06A1144	Motor Vehicle	2007 ATLAS COPCO ROC D9-11 DRILL RIG	1280116	
G11493H0	Motor Vehicle	2006 ATLAS COPCO ECM590 SURFACE DRILLRIG	1280116	
108M136261	Motor Vehicle	2008 SANDVIK DC120 CRAWLER DRILL RIG	1280116	
110T166141	Motor Vehicle	2010 SANDVIK DX800 SURFACE DRILL RIG	1280116	
110T167021	Motor Vehicle	2010 SANDVIK DX800 SURFACE DRILL RIG	1280116	
110M145951	Motor Vehicle	2010 SANDVIK TAMROCK DC120 DRILL RIG	1280116	
7872	Motor Vehicle	1981 KRUPP DHR 80 CRAWLER DRILL RIG	1280116	
3511758	Motor Vehicle	1990 GARDENER DENVER BV3500 DRILL	1280116	
9084	Motor Vehicle	1996 INTEROC AN109B (PARTS ONLY)	1280116	
7358	Motor Vehicle	1997 INGERSOLL RAND DML HP 1050 ENGINE	1280116	
HTSCAAP0XH612697	Motor Vehicle	1995 INTERNATIONAL 4700 SERVICE TRUCK	1280116	
1FDNF77HJ6NVA09206	Motor Vehicle	1992 FORD F700 GROUT TRUCK	1280116	
1HTSHPCR2NH439703	Motor Vehicle	1992 INTERNATIONAL 4900 BOOM TRUCK	1280116	
1GBHC34W1BZ106485	Motor Vehicle	1981 CHEVROLET 30 SCOTSDALE WELDINGTRUCK	1280116	
1FTSW31L91EA83451	Motor Vehicle	2001 FORD F350 XL SUPER DUTY	1280116	
1FDAF57P86EC57823	Motor Vehicle	2006 FORD F550 XL SUPER DUTY	1280116	
1FTSW31P44ED79758	Motor Vehicle	2004 FORD F350 XL SUPER DUTY	1280116	
1FTWW31556EA56001	Motor Vehicle	2006 FORD F350 XL SUPER DUTY	1280116	
WMEAJO0F46J245183	Motor Vehicle	2006 SMART CAR	1280116	
1FTWW31P46EB69780	Motor Vehicle	2006 FORD F350 XL SUPER DUTY	1280116	
1FTWW31P57EB45893	Motor Vehicle	2007 FORD F350 XL SUPER DUTY	1280116	
1FTWW33PX7EB45272	Motor Vehicle	2007 FORD F350	1280116	
1FDAF57R08EB14157	Motor Vehicle	2008 FORD F550 XLT S/D DECK TRUCK	1280116	
1FTPW14V28FB87081	Motor Vehicle	2008 FORD F150 XLT W/ CANOPY	1280116	
1FTWW31R68EA67840	Motor Vehicle	2008 FORD F350 XLT SUPER DUTY	1280116	
1FTFW1EV9AFB51744	Motor Vehicle	2010 FORD F150 PLATINUM	1280116	
1FTWW3BR5AEA32839	Motor Vehicle	2010 FORD F350 XLT SUPER DUTY	1280116	

Serial Number	Collateral Type	Description	Added By	Deleted By
1FT8W3BT1BEA19527	Motor Vehicle	2011 FORD F350 XLT SUPER DUTY	1280116	
1FDPR72P2MVA01209	Motor Vehicle	1991 FORD L700 WATER TRUCK	1280116	
1FT8W3BTXCEA18829	Motor Vehicle	2012 FORD F350 SUPER DUTY	1280116	
1XKWD59X13R968697	Motor Vehicle	2003 KENWORTH TRACTOR	1280116	
KRTV110081020056	Motor Vehicle	2008 KUBOTA RTV1100	1280116	
5FTDA323691932150	Trailer	2009 FELLING FT-50LP EQUIPMENT TRAILER	1280116	
H8108279MS	Trailer	1981 12' T/A HORSE TRAILER	1280116	
2DACC6270BT011870	Trailer	2011 DOUBLE A 20'T/A TILT DECK TRAILER	1280116	
NOR36728D393	Boat	CRESTLINER SPORTSMAN 17' BOAT W/ MOTOR	1280116	
2E9FS18287R038964	Trailer	2007 EAGLE IRON EQUIPMENT TRAILER	1280116	
4U310533BL011279	Trailer	2011 XL 110HDG T/A 50' GOOSENECK TILT	1280116	
E23BXSGR	Trailer	2006 CAT ALTORFER 1070 CFM GENERATOR	1280116	
E23CDXFZ	Trailer	2006 CAT ALTORFER GENERATOR	1280116	
349731	Trailer	LP0001 LIGHT PLANT	1280116	
783452	Trailer	LP0002 LIGHT PLANT	1280116	
405951UKSD48	Trailer	LP0003 LIGHT PLANT	1280116	
317808UKK822	Trailer	LP0004 LIGHT PLANT	1280116	
378066UJQ822	Trailer	LP0005 LIGHT PLANT	1280116	
405951UKSD48	Trailer	LP0006 LIGHT PLANT	1280116	
378065UJQB22	Trailer	LP0007 LIGHT PLANT	1280116	
5AEBR16187H000245	Trailer	2007 ALLMAND MAXI-HEAT TRAILER	1280116	
372906UFQB41	Motor Vehicle	2006 INGERSOL RAND 1070 CFM COMPRESSOR	1280116	
64212499	Motor Vehicle	INGERSOL RAND XHP-750-W-CAT COMPRESSOR	1280116	
288151UBI584	Motor Vehicle	1998 INGERSOL RAND XHP-900-W COMPRESSOR	1280116	
3449411UD0221	Motor Vehicle	2004 INGERSOLL RAND P185WJD COMPRESSOR	1280116	
441642UFWE69	Motor Vehicle	2012 DOOSAN XP375WJD-FX-T3 COMPRESSOR	1280116	
531112005	Motor Vehicle	BOBCAT 883/S300	1280116	
525022026	Motor Vehicle	BOBCAT S185	1280116	
17035	Motor Vehicle	2007 TEREXLIFT GTH-5519 TELEHANDLER	1280116	
CAT0322CJHEK00810	Motor Vehicle	2005 CAT 322CL HYDRAULIC EXCAVATOR	1280116	
CAT0330DEMWP00867	Motor Vehicle	2006 CAT 330DL HYDRAULIC EXCAVATOR	1280116	
CAT0330DHMWP02360	Motor Vehicle	2008 CAT 330DL HYDRAULIC EXCAVATOR	1280116	
05010155	Motor Vehicle	FF001 FROST FIGHTER	1280116	
05071605	Motor Vehicle	FF002 FROST FIGHTER	1280116	
08051273	Motor Vehicle	FF003 FROST FIGHTER	1280116	
08022813	Motor Vehicle	FF004 FROST FIGHTER	1280116	

Serial Number	Collateral Type	Description	Added By	Deleted By
1201563689	Motor Vehicle	FF005 FROST FIGHTER	1280116	
1201563420	Motor Vehicle	FF006 FROST FIGHTER	1280116	
0995475503C4DHE108905	Motor Vehicle	CHEM GROUT CG550 PUMP	1280116	
057352600A	Motor Vehicle	CHEM GROUT MACHINE	1280116	
MSCU2031033	Trailer	20' GROUT SEACAN W/ GROUT MACHINE	1280116	
361	Motor Vehicle	SCORPION MODEL 800 BREAKOUT TONG	1280116	
1FTWW31P06EB80467	Motor Vehicle	2006 FORD 350 XLT SUPER DUTY	1280232	
1FT8W3BT0BEA18336	Motor Vehicle	2011 FORD F350 PICKUP	1280232	
1FT8W3BT5CEA14588	Motor Vehicle	2012 FORD F350 PICKUP	1280232	
1JJV532UDSL248275	Motor Vehicle	53' HEATED VAN	1280232	

Additional Information

Added by registration number 1300719

This Registration is subordinated in favour of Registration 1294780 in favour of The Toronto-Dominion Bank which has priority over the Security and indebtedness, in respect of all the Debtor's assets excluding the Financed Equipment.

Registration Details for Registration Number: 1294780

Province or Territory: Northwest Territories
Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1294780	2016-04-20 17:19	2021-04-20	890-2880
Amendment	1296181	2016-04-26 12:02	2021-04-20	890-2880

As listed in the Registration History section above, this registration has been the subject of an Amendment or Global Change to add or delete information. The following registration details provide the registration number for the Amendment that added or deleted information. If no "added by" or "deleted by" registration number is provided, the information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
 McCaw North Drilling & Blasting Ltd.
 11A Melville Drive
 Yellowknife NT X1A 2P1
 Canada

Secured Parties

Type: Enterprise
 The Toronto-Dominion Bank
 18 YK Centre
 4802 - 50th Avenue

Yellowknife NT X1A 1C4
Canada

General Collateral

ALL PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY OF THE DEBTOR.

Serial Numbered Collateral

Serial Number	Collateral Type	Description	Added By	Deleted By
1FDNF77J6NVA09206	Motor Vehicle	1992 Ford F700 4x4 (Grout Truck)	1294780	
1HTSHPCR2NH439703	Motor Vehicle	1992 International 4900 Picker Truck	1294780	
1GBHC34W1BZ106485	Motor Vehicle	1981 Chev C30 c/w Welder	1294780	
1FTSW31P44ED79758	Motor Vehicle	Ford F350 Superduty (FL002)	1294780	
1FTWW31556EA56001	Motor Vehicle	2006 Ford F350 (Gas)	1294780	
WMEAJO0F46J245183	Motor Vehicle	2006 Smart Car Bridgette	1294780	
1FTWW33PX7EB45272	Motor Vehicle	2007 F350 King Ranch (Dually)	1294780	
1FTWW31R68EA67840	Motor Vehicle	2008 Ford F350 (Powder Truck)	1294780	
1FTFW1EV9AFB51744	Motor Vehicle	2010 Ford F150 Platinum Devon	1294780	
1FTWW3BR5AEA32839	Motor Vehicle	2010 Ford F350 Superduty	1294780	
1FT8W3BT1BEA19527	Motor Vehicle	2011 Ford F350 Superduty (Scott)	1294780	
1FTFX1EF1BFA66646	Motor Vehicle	2011 Ford F150 (Jack)	1294780	
1FT8W3BT0BEA18336	Motor Vehicle	2011 Ford F350 Superduty (Brian)	1294780	
1FTWW31P06EB80467	Motor Vehicle	2005 Ford F350 Lariat CC	1294780	
1FT7W2BT0CEA62408	Motor Vehicle	2012 Ford F250 Pickup (Ray)	1294780	
1XKWD49X13R968697	Motor Vehicle	2003 Kenworth W900B	1294780	
20056	Motor Vehicle	2008 Kubota RTV (Model 1100CW-H)	1294780	
1JJV532U3SL248275	Trailer	53' Heated Van	1294780	
1C9U323761685048	Trailer	Cat XQ 230 480V Generator	1294780	
349731	Trailer	Light Plant	1294780	
783452	Trailer	Light Plant	1294780	
405949UKSD48	Trailer	Light Plant	1294780	
317808UKK822	Trailer	Light Plant	1294780	
378066UJQ822	Trailer	Light Plant	1294780	
405951UKSD48	Trailer	Light Plant	1294780	
378065UJQB22	Trailer	Light Plant	1294780	
372906UFQB41	Trailer	1070 CFM Compressor (350psi) - Ingersoll	1294780	
194201	Trailer	IR 750/300 Compressor	1294780	
441642UFWE69	Trailer	Doosan 375 Compressor	1294780	
531112005	Motor Vehicle	Bobcat 883/S300 (Repairs-Rons)	1294780	
GTH551917035	Motor Vehicle	Genie Telehandler (Zoom Boom)	1294780	
CAT0322CJHEK00810	Motor Vehicle	2005 CAT 322 Excavator	1294780	
CAT0330DHMWP02360	Motor Vehicle	2008 CAT 330DL Excavator	1294780	

Additional Information

Added by registration number 1296181

This Registration is subordinated in favour of Registration 1294780 in favour of The Toronto-Dominion Bank which has priority over the Security and Indebtedness, in respect of all the Debtor's assets excluding the Financed Equipment.

Registration Details for Registration Number: 1370117

Province or Territory: Northwest Territories
 Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1370117	2017-03-10 19:09	2020-03-10	98606-AT4

This registration has **not** been the subject of an Amendment or Global Change. The following registration information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
 MCCA W NORTH DRILLING & BLASTING LTD.
 11A MELVILLE DR Box 1440
 YELLOWKNIFE NT X1A 2P1
 Canada

Secured Parties

Type: Enterprise
 GM Financial Canada Leasing Ltd.
 2001 Sheppard Ave. Ste 600
 Toronto ON M2J 4Z8
 Canada

Serial Numbered Collateral

Serial Number	Collateral Type	Description	Added By	Deleted By
3GTU2MEC0HG242476	Motor Vehicle	2017 GMC TRUCKS SIERRA 1500 4WD	1370117	

Registration Details for Registration Number: 1557728

Province or Territory: Northwest Territories
 Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1557728	2019-04-10 12:36	2024-04-10	154837435

This registration has **not** been the subject of an Amendment or Global Change. The following registration information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
 MCCA W NORTH DRILLING & BLASTING LTD.

11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1
Canada

Type: Enterprise
MCCAW EAST SERVICES LTD.
11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1
Canada

Type: Enterprise
6361 N.W.T. LTD.
11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1
Canada

Secured Parties

Type: Enterprise
MAYNBRIDGE CAPITAL INC.
388-1111 WEST HASTINGS STREET
VANCOUVER BC V6E 2J3
Canada

General Collateral

A SECURITY INTEREST IS TAKEN IN ALL OF THE DEBTORS' PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY INCLUDING PROCEEDS

Serial Numbered Collateral

Serial Number	Collateral Type	Description	Added By	Deleted By
NA	Trailer	HY-RAM 805 BREAKER ATTACHMENT	1557728	
BGN13H1004	Motor Vehicle	ATLAS COPCO FLEXY ROC T20R	1557728	
111T162601	Motor Vehicle	SANDVIK DX-800 CRAWLER RIG	1557728	
1HTMMAAP26H221829	Motor Vehicle	INTERNATIONAL-4300 S/A EXPLOSIVES TRUCK	1557728	
1FYACYBS3ADAT6128	Motor Vehicle	FREIGHTLINER M2 TANDEM FUEL TRUCK	1557728	
2S9NC0466G1036860	Trailer	RENN 53' TRIDEM STEP DECK TRAILER	1557728	
2384	Trailer	BORETRAK SYSTEMS-20 METER DEVIATION TOOL	1557728	
1HTMSAAR07H529395	Motor Vehicle	INTERNATIONAL - 4400 TENDEM GROUT VAN	1557728	

Registration Details for Registration Number: 1306740

Province or Territory: Northwest Territories
Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1306740	2016-06-07 17:26	2022-06-07	CC25641-1

This registration has **not** been the subject of an Amendment or Global Change. The following registration information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
MCCAW NORTH DRILLING & BLASTING LTD
11A MELVILLE DR
YELLOWKNIFE NT X1A2P1
Canada

Type: Enterprise
MCCAW NORTH DRILLING & BLASTING LTD
PO BOX 1440
YELLOWKNIFE NT X1A2P1
Canada

Secured Parties

Type: Enterprise
THE TORONTO-DOMINION BANK
2020 WINSTON PARK DRIVE, SUITE 301
OAKVILLE ON L6H6X7
Canada

Type: Enterprise
TD EQUIPMENT FINANCE CANADA, A DIVISION OF THE TORONTO-DOMINION
BANK
2020 WINSTON PARK DRIVE, SUITE 301
OAKVILLE ON L6H6X7
Canada

General Collateral

(1) 2013 ATLAS COPCO FLEXIROC T20R S/N BGN13H1004 & (1) 2016 RENN 53' TRIDEM STEP DECK TRAILER S/N 2S9NC0466G1036860, TOGETHER WITH ALL ATTACHMENTS, ACCESSORIES, ACCESSIONS, REPLACEMENTS, SUBSTITUTIONS, ADDITIONS AND IMPROVEMENTS THERETO AND ANY PROCEEDS THEREOF INCLUDING, WITHOUT LIMITATION, ALL GOODS, SECURITIES, INSTRUMENTS, DOCUMENTS OF TITLE, CHATTEL PAPER AND INTANGIBLES (AS DEFINED IN THE PERSONAL PROPERTY SECURITY ACT). ALL INVENTORY AND EQUIPMENT NOW OR HEREAFTER ACQUIRED BY THE DEBTOR AND FINANCED IN WHOLE OR PART BY SECURED PARTY; ALL BOOK DEBTS RELATING THERETO AND ALL MONETARY AND NON-MONETARY PROCEEDS THEREFROM.

Serial Numbered Collateral

Serial Number	Collateral Type	Description	Added By	Deleted By
BGN13H1004	Motor Vehicle	2013 ATLAS COPCO TR20	1306740	
2S9NC0466G1036860	Trailer	2016 RENN TRIDEM STEP DECK	1306740	

Registration Details for Registration Number: 1057894

Province or Territory: Northwest Territories
Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1057894	2013-08-05 16:10	2019-08-05	959035288-48

This registration has **not** been the subject of an Amendment or Global Change. The following registration information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
MCCAW NORTH DRILLING BLASTING LTD
1A MELVILLE DRIVE
YELLOWKNIFE NT X1A2P8
Canada

Secured Parties

Type: Enterprise
XEROX CANADA LTD
33 BLOOR ST. E. 3RD FLOOR
TORONTO ON M4W3H1
Canada

General Collateral

EQUIPMENT, OTHER ALL PRESENT AND FUTURE OFFICE EQUIPMENT AND SOFTWARE SUPPLIED OR FINANCED FROM TIME TO TIME BY THE SECURED PARTY (WHETHER BY LEASE, CONDITIONAL SALE OR OTHERWISE), WHETHER OR NOT MANUFACTURED BY THE SECURED PARTY OR ANY AFFILIATE THEREOF.

END OF REPORT

This report lists registrations in the Personal Property Registry that match the following search criteria:

Province or Territory Searched: Northwest Territories
Type of Search: Debtors (Enterprise)
Search Criteria: 6361 NWT LTD.
Date and Time of Search: 2019-08-15 19:27 (Atlantic)
Transaction Number: 18668437
Searched By: S185207

The following table lists records that match the Debtors (Enterprise) you specified.

Exact	Included	Original Registration Number	Enterprise Name	Place
	*	1280116	6361 N.W.T. LTD.	Yellowknife
	*	1294717	6361 N.W.T. Ltd.	Yellowknife
	*	1295039	6361 N.W.T. Ltd.	Yellowknife
	*	1557728	6361 N.W.T. LTD.	YELLOWKNIFE

An '*' in the 'Exact' column indicates that the Debtor (Enterprise) exactly matches the search criteria.

Included Column Legend

- An asterisk (*) in the 'Included' column indicates that the registration's details are included within the Search Result Report.

Registration Counts

- 0 registration(s) contained information that **exactly** matched the search criteria you specified.

- 4 registration(s) contained information that **closely** matched the search criteria you specified.

When reviewing the registrations below, note that a registration which has expired or been discharged within the last 30 days can still be re-registered by the secured party.

All registration date/time values are stated in Atlantic Time.

For more information concerning the Personal Property Registry, go to www.acol.ca

Registration Details for Registration Number: 1280116

Province or Territory: Northwest Territories
Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1280116	2016-02-23 20:03	2027-02-23	25438/ACD
Amendment	1280232	2016-02-24 12:52	2027-02-23	25438/ACD
Amendment	1300719	2016-05-12 18:36	2027-02-23	25438/ACD

As listed in the Registration History section above, this registration has been the subject of an Amendment or Global Change to add or delete information. The following registration details provide the registration number for the Amendment that added or deleted information. If no "added by" or "deleted by" registration number is provided, the information was added by the original registration and has not been

deleted.

Debtors

Type: Enterprise
MCCAW NORTH DRILLING & BLASTING LTD.
MCCAW, DEVON
11 Melville Drive
Yellowknife NT X1A 2P1
Canada

Type: Enterprise
6361 N.W.T. LTD.
P.O. BOX 1442
Yellowknife NT X1A 3W8
Canada

Secured Parties

Type: Enterprise
BUSINESS DEVELOPMENT BANK OF CANADA
4912 - 49 Street
Yellowknife NT X1A 1P3
Canada

General Collateral

All present and after acquired personal property (including, without limitation, all equipment, inventory, accounts, documents of title, securities, money and intellectual property) and all proceeds thereof.

Serial Numbered Collateral

Serial Number	Collateral Type	Description	Added By	Deleted By
TRXBS51108BA0225	Motor Vehicle	2008 TRAXXON TR-EX2000 DRILL ATTACHMENT	1280116	
2200102	Motor Vehicle	2010 INTEROC BAS2200 DRILL ATTACHMENT	1280116	
9102	Motor Vehicle	2000 INTEROC AN 1096 CRAWLER DRILL RIG	1280116	
1P58J18	Motor Vehicle	2000 REED SVEDALA 400CR DRILL RIG	1280116	
9108	Motor Vehicle	2002 INTEROC AN109B CRAWLER DRILL RIG	1280116	
9125	Motor Vehicle	2001 INTEROC AN109 CRAWLER DRILL RIG	1280116	
7730	Motor Vehicle	2002 INGERSOLL RAND DML DRILL RIG	1280116	
9124	Motor Vehicle	2004 INTEROC AN109B CRAWLER DRILL RIG	1280116	
1K09X82	Motor Vehicle	2006 TEREX REED DRILL 345 HYDRA TECH	1280116	
14015	Motor Vehicle	2007 INTEROC AN 140	1280116	
107T129821	Motor Vehicle	2007 SANDVIK DX800 SURFACE DRILL RIG	1280116	
AV007A1196	Motor Vehicle	2007 ATLAS COPCO ROC D9-11 DRILL RIG	1280116	

Serial Number	Collateral Type	Description	Added By	Deleted By
AVO06A1144	Motor Vehicle	2007 ATLAS COPCO ROC D9-11 DRILL RIG	1280116	
G11493H0	Motor Vehicle	2006 ATLAS COPCO ECM590 SURFACE DRILLRIG	1280116	
108M136261	Motor Vehicle	2008 SANDVIK DC120 CRAWLER DRILL RIG	1280116	
110T166141	Motor Vehicle	2010 SANDVIK DX800 SURFACE DRILL RIG	1280116	
110T167021	Motor Vehicle	2010 SANDVIK DX800 SURFACE DRILL RIG	1280116	
110M145951	Motor Vehicle	2010 SANDVIK TAMROCK DC120 DRILL RIG	1280116	
7872	Motor Vehicle	1981 KRUPP DHR 80 CRAWLER DRILL RIG	1280116	
3511758	Motor Vehicle	1990 GARDENER DENVER BV3500 DRILL	1280116	
9084	Motor Vehicle	1996 INTEROC AN109B (PARTS ONLY)	1280116	
7358	Motor Vehicle	1997 INGERSOLL RAND DML HP 1050 ENGINE	1280116	
HTSCAAP0XH612697	Motor Vehicle	1995 INTERNATIONAL 4700 SERVICE TRUCK	1280116	
1FDNF77HJ6NVA09206	Motor Vehicle	1992 FORD F700 GROUT TRUCK	1280116	
1HTSHPCR2NH439703	Motor Vehicle	1992 INTERNATIONAL 4900 BOOM TRUCK	1280116	
1GBHC34W1BZ106485	Motor Vehicle	1981 CHEVROLET 30 SCOTSDALE WELDINGTRUCK	1280116	
1FTSW31L91EA83451	Motor Vehicle	2001 FORD F350 XL SUPER DUTY	1280116	
1FDAF57P86EC57823	Motor Vehicle	2006 FORD F550 XL SUPER DUTY	1280116	
1FTSW31P44ED79758	Motor Vehicle	2004 FORD F350 XL SUPER DUTY	1280116	
1FTWW31556EA56001	Motor Vehicle	2006 FORD F350 XL SUPER DUTY	1280116	
WMEAJO0F46J245183	Motor Vehicle	2006 SMART CAR	1280116	
1FTWW31P46EB69780	Motor Vehicle	2006 FORD F350 XL SUPER DUTY	1280116	
1FTWW31P57EB45893	Motor Vehicle	2007 FORD F350 XL SUPER DUTY	1280116	
1FTWW33PX7EB45272	Motor Vehicle	2007 FORD F350	1280116	
1FDAF57R08EB14157	Motor Vehicle	2008 FORD F550 XLT S/D DECK TRUCK	1280116	
1FTPW14V28FB87081	Motor Vehicle	2008 FORD F150 XLT W/ CANOPY	1280116	
1FTWW31R68EA67840	Motor Vehicle	2008 FORD F350 XLT SUPER DUTY	1280116	
1FTFW1EV9AFB51744	Motor Vehicle	2010 FORD F150 PLATINUM	1280116	
1FTWW3BR5AEA32839	Motor Vehicle	2010 FORD F350 XLT SUPER DUTY	1280116	
1FT8W3BT1BEA19527	Motor Vehicle	2011 FORD F350 XLT SUPER DUTY	1280116	
1FDPR72P2MVA01209	Motor Vehicle	1991 FORD L700 WATER TRUCK	1280116	
1FT8W3BTXCEA18829	Motor Vehicle	2012 FORD F350 SUPER DUTY	1280116	
1XKWD59X13R968697	Motor Vehicle	2003 KENWORTH TRACTOR	1280116	
KRTV110081020056	Motor Vehicle	2008 KUBOTA RTV1100	1280116	
5FTDA323691932150	Trailer	2009 FELLING FT-50LP EQUIPMENT TRAILER	1280116	
H8108279MS	Trailer	1981 12' T/A HORSE TRAILER	1280116	
2DACC6270BT011870	Trailer	2011 DOUBLE A 20'T/A TILT DECK TRAILER	1280116	

Serial Number	Collateral Type	Description	Added By	Deleted By
NOR36728D393	Boat	CRESTLINER SPORTSMAN 17' BOAT W/ MOTOR	1280116	
2E9FS18287R038964	Trailer	2007 EAGLE IRON EQUIPMENT TRAILER	1280116	
4U310533BL011279	Trailer	2011 XL 110HDG T/A 50' GOOSENECK TILT	1280116	
E23BXSGR	Trailer	2006 CAT ALTORFER 1070 CFM GENERATOR	1280116	
E23CDXFZ	Trailer	2006 CAT ALTORFER GENERATOR	1280116	
349731	Trailer	LP0001 LIGHT PLANT	1280116	
783452	Trailer	LP0002 LIGHT PLANT	1280116	
405951UKSD48	Trailer	LP0003 LIGHT PLANT	1280116	
317808UUK822	Trailer	LP0004 LIGHT PLANT	1280116	
378066UJQ822	Trailer	LP0005 LIGHT PLANT	1280116	
405951UKSD48	Trailer	LP0006 LIGHT PLANT	1280116	
378065UJQB22	Trailer	LP0007 LIGHT PLANT	1280116	
5AEBR16187H000245	Trailer	2007 ALLMAND MAXI-HEAT TRAILER	1280116	
372906UFQB41	Motor Vehicle	2006 INGERSOL RAND 1070 CFM COMPRESSOR	1280116	
64212499	Motor Vehicle	INGERSOL RAND XHP-750-W-CAT COMPRESSOR	1280116	
288151UBI584	Motor Vehicle	1998 INGERSOL RAND XHP-900-W COMPRESSOR	1280116	
3449411UD0221	Motor Vehicle	2004 INGERSOLL RAND P185WJD COMPRESSOR	1280116	
441642UFWE69	Motor Vehicle	2012 DOOSAN XP375WJD-FX-T3 COMPRESSOR	1280116	
531112005	Motor Vehicle	BOBCAT 883/S300	1280116	
525022026	Motor Vehicle	BOBCAT S185	1280116	
17035	Motor Vehicle	2007 TEREXLIFT GTH-5519 TELEHANDLER	1280116	
CAT0322CJHEK00810	Motor Vehicle	2005 CAT 322CL HYDRAULIC EXCAVATOR	1280116	
CAT0330DEMWP00867	Motor Vehicle	2006 CAT 330DL HYDRAULIC EXCAVATOR	1280116	
CAT0330DHMWP02360	Motor Vehicle	2008 CAT 330DL HYDRAULIC EXCAVATOR	1280116	
05010155	Motor Vehicle	FF001 FROST FIGHTER	1280116	
05071605	Motor Vehicle	FF002 FROST FIGHTER	1280116	
08051273	Motor Vehicle	FF003 FROST FIGHTER	1280116	
08022813	Motor Vehicle	FF004 FROST FIGHTER	1280116	
1201563689	Motor Vehicle	FF005 FROST FIGHTER	1280116	
1201563420	Motor Vehicle	FF006 FROST FIGHTER	1280116	
0995475503C4DHE108905	Motor Vehicle	CHEM GROUT CG550 PUMP	1280116	
057352600A	Motor Vehicle	CHEM GROUT MACHINE	1280116	
MSCU2031033	Trailer	20' GROUT SEACAN W/ GROUT MACHINE	1280116	
361	Motor Vehicle	SCORPION MODEL 800 BREAKOUT TONG	1280116	
1FTWW31P06EB80467	Motor Vehicle	2006 FORD 350 XLT SUPER DUTY	1280232	
1FT8W3BT0BEA18336	Motor Vehicle	2011 FORD F350 PICKUP	1280232	
1FT8W3BT5CEA14588	Motor Vehicle	2012 FORD F350 PICKUP	1280232	

Serial Number	Collateral Type	Description	Added By	Deleted By
1JJV532UDSL248275	Motor Vehicle	53' HEATED VAN	1280232	

Additional Information

Added by registration number 1300719

This Registration is subordinated in favour of Registration 1294780 in favour of The Toronto-Dominion Bank which has priority over the Security and indebtedness, in respect of all the Debtor's assets excluding the Financed Equipment.

Registration Details for Registration Number: 1294717

Province or Territory: Northwest Territories
Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1294717	2016-04-20 14:45	2021-04-20	890-2880
Amendment	1296190	2016-04-26 12:15	2021-04-20	890-2880

As listed in the Registration History section above, this registration has been the subject of an Amendment or Global Change to add or delete information. The following registration details provide the registration number for the Amendment that added or deleted information. If no "added by" or "deleted by" registration number is provided, the information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
6361 N.W.T. Ltd.
11A Melville Drive
P.O. BOX 1440
Yellowknife NT X1A 2P1
Canada

Secured Parties

Type: Enterprise
The Toronto- Dominion Bank
18 YK Centre
4802 - 50th Avenue
Yellowknife NT X1A 1C4
Canada

General Collateral

ALL PRESENT AND AFTER-ACQUIRED PROPERTY OF THE DEBTOR.

Serial Numbered Collateral

Serial Number	Collateral Type	Description	Added By	Deleted By
IHTSCAAPOXH612697	Motor Vehicle	1999 International 4700 with 18' Van	1294717	
1FTSW31L91EA83451	Motor Vehicle	2001 Ford F350 (Gas) (FL001)	1294717	

Serial Number	Collateral Type	Description	Added By	Deleted By
1FDAF57P86EC57823	Motor Vehicle	2006 Ford F550 Mechanic Truck c/w Box	1294717	
1FTWW31P46B69780	Motor Vehicle	2006 Ford F350 (Powder Truck)	1294717	
1FWW31P57EB45893	Motor Vehicle	2007 F350	1294717	
1FDAF57R08EB14157	Motor Vehicle	2008 F550 Silver	1294717	
1FTPW14V28FB87081	Motor Vehicle	2008 F150 Short Box (Scott)	1294717	
1FDPR72P2MVA01209	Motor Vehicle	1991 Ford F7000 Water Truck	1294717	
2FUYDXYB9LV348573	Motor Vehicle	Freightliner	1294717	
1FT8W3BTXCEA18829	Motor Vehicle	2012 Powder Truck Ford F350 CC	1294717	
1FT8W3BT5CEA14588	Motor Vehicle	2012 Ford F350 CC Flat Deck	1294717	
5FTDA323691032150	Trailer	2009 Felling FT-50-3 LP	1294717	
H8108279MS	Trailer	1981 Utility Trailer (Out of Service)	1294717	
2DACC6270BT011870	Trailer	2011 20' Cushion Tilt Trailer	1294717	
1ZE1BDU19PAP14395	Trailer	Boat Trailer	1294717	
2E9FS18287R038964	Trailer	2007 Grey Bobcat Trailer	1294717	
4U310533BL011279	Trailer	XL 110HDG Gooseneck Tilt Trailer	1294717	
X3R00260	Trailer	Cat XQ 230 480V Generator	1294717	
0276MXH07	Trailer	2007 Allmand Maxi Heat Trailer	1294717	
288151UB1584	Trailer	IR XHP900 W Cat Skid Compressor	1294717	
64Z12499	Trailer	185 Compressor	1294717	
525022026	Motor Vehicle	IR Bobcat Model S185	1294717	
MWP00867	Motor Vehicle	2006 CAT 330DL Excavator	1294717	

Additional Information

Added by registration number 1296190

This Registration is subordinated in favour of Registration 1294717 in favour of The Toronto-Dominion Bank which has priority over the Security and Indebtedness, in respect of all the Debtor's assets excluding the Financed Equipment.

Registration Details for Registration Number: 1295039

Province or Territory: Northwest Territories
Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1295039	2016-04-21 14:10	2021-04-21	890-2880

This registration has **not** been the subject of an Amendment or Global Change. The following registration information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
6361 N.W.T. Ltd.
11A Melville Drive
P.O. BOX 1440
Yellowknife NT X1A 2P1
Canada

Secured Parties

Type: Enterprise
 The Toronto-Dominion Bank
 18 YK Centre
 4802 - 50th Avenue
 Yellowknife NT X1A 1C4
 Canada

General Collateral

All present and future debts, liabilities and accounts owed to the Debtor by McCaw North Drilling & Blasting Ltd. Accounts has the meaning ascribed to that term in the Personal Property Security Act (Northwest Territories).

Proceeds: all present and after-acquired personal property.

Registration Details for Registration Number: 1557728

Province or Territory: Northwest Territories
 Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic)	Expiry Date	File Number
Original	1557728	2019-04-10 12:36	2024-04-10	154837435

This registration has **not** been the subject of an Amendment or Global Change. The following registration information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
 MCCA W NORTH DRILLING & BLASTING LTD.
 11 MELVILLE DRIVE
 YELLOWKNIFE NT X1A 2P1
 Canada

Type: Enterprise
 MCCA W EAST SERVICES LTD.
 11 MELVILLE DRIVE
 YELLOWKNIFE NT X1A 2P1
 Canada

Type: Enterprise
 6361 N.W.T. LTD.
 11 MELVILLE DRIVE
 YELLOWKNIFE NT X1A 2P1

Canada

Secured Parties

Type: Enterprise
 MAYNBRIDGE CAPITAL INC.
 388-1111 WEST HASTINGS STREET
 VANCOUVER BC V6E 2J3
 Canada

General Collateral

A SECURITY INTEREST IS TAKEN IN ALL OF THE DEBTORS' PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY INCLUDING PROCEEDS

Serial Numbered Collateral

Serial Number	Collateral Type	Description	Added By	Deleted By
NA	Trailer	HY-RAM 805 BREAKER ATTACHMENT	1557728	
BGN13H1004	Motor Vehicle	ATLAS COPCO FLEXY ROC T20R	1557728	
111T162601	Motor Vehicle	SANDVIK DX-800 CRAWLER RIG	1557728	
1HTMMAAP26H221829	Motor Vehicle	INTERNATIONAL-4300 S/A EXPLOSIVES TRUCK	1557728	
1FYACYBS3ADAT6128	Motor Vehicle	FREIGHTLINER M2 TANDEM FUEL TRUCK	1557728	
2S9NC0466G1036860	Trailer	RENN 53' TRIDEM STEP DECK TRAILER	1557728	
2384	Trailer	BORETRAK SYSTEMS-20 METER DEVIATION TOOL	1557728	
1HTMSAAR07H529395	Motor Vehicle	INTERNATIONAL - 4400 TENDEM GROUT VAN	1557728	

END OF REPORT

Index: BUSINESS DEBTOR

List of matches:

Exact: MCCA W NORTH DRILLING & BLASTING LTD
Exact: MCCA W NORTH DRILLING & BLASTING LTD
Exact: MCCA W NORTH DRILLING & BLASTING LTD.

Page: 1

Index: BUSINESS DEBTOR

Search Criteria: MCCA W NORTH DRILLING & BLASTING LTD.

***** P P S A S E C U R I T Y A G R E E M E N T *****

Reg. Date: FEB 25, 2016 Reg. Length: 11 YEARS
Reg. Time: 10:46:45 Expiry Date: FEB 25, 2027
Base Reg. #: 132947J Control #: D3622158

Block#

S0001 Secured Party: BUSINESS DEVELOPMENT BANK OF CANADA
4912-49 STREET
YELLOWKNIFE NT X1A 1P3

=D0001 Base Debtor: MCCA W NORTH DRILLING & BLASTING LTD.
(Business) 11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1

D0002 Ind. Debtor: MCCA W DEVON Birthdate:
11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1

D0003 Bus. Debtor: 6361 N.W.T. LTD.
P.O. BOX 1442
YELLOWKNIFE NT X1A 3W8

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
V0001	MV	TRXBS51108BA0225	2008	TRAXXON TR-EX2000 DRILL
V0002	MV	2200102	2010	INTEROC BAS 2200 DRILL
V0003	MV	9102	2000	INTEROC AN 1096 CRAWLER
V0004	MV	1P58J1	2000	REED SVEDALA 400CR DRILL
V0005	MV	9108	2002	INTEROC AN109B CRAWLER
V0006	MV	9125	2001	INTEROC AN109 CRAWLER
V0007	MV	7730	2002	INGERSOLL RAND DML DRILL
V0008	MV	9124	2004	INTEROC AN109B CRAWLER
V0009	MV	1K09X82	2006	TEREX REED DRILL 345 M
V0010	MV	14015	2007	INTEROC AN 140
V0011	MV	107T129821	2007	SANDVIK DX800 SURFACE
V0012	MV	AV007A1196	2007	ATLAS COPCO ROC D9-11
V0013	MV	AV006A1144	2007	ATLAS COPCO ROC D9-11
V0014	MV	G11493H0	2006	ATLAS COPCO ECM590
V0015	MV	108M136261	2008	SANDVIK DC120 CRAWLER
V0016	MV	110T166141	2010	SANDVIK DX800 SURFACE
V0017	MV	110T167021	2010	SANDVIK DX800 SURFACE
V0018	MV	110M145951	2010	SANDVIK TAMROCK DC120
V0019	MV	7872	1981	KRUPP DHR 80 CRAWLER
V0020	MV	3511758	1990	GARDENER DENVER BV3500
V0021	MV	9084	1996	INTEROC AN109B PARTSONLY
V0022	MV	7358	1997	INGERSOLL RAND DML HP
V0023	MV	HTSCAAP0XH612697	1995	INTERNATIONAL 4700
V0024	MV	1FDNF77HJ6NVA09206	1992	FORD F700 GROUT TRUCK
V0025	MV	1HTSHPCR2NH439703	1992	INTERNATIONAL 4900 BOOM
V0026	MV	1GBHC34W1BZ106485	1981	CHEVROLET 30SCOTSDALE
V0027	MV	1FTSW31L91EA83451	2001	FORD F350 XL SUPER DUTY

Continued on Page 2

Search Criteria: MCCA W NORTH DRILLING & BLASTING LTD. Page: 2

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
------	----------	------	------------	----------

V0028	MV	1FDAF57P86EC57823	2006	FORD F550 XL SUPER DUTY
V0029	MV	1FTSW31P44ED79758	2004	FORD F350 XL SUPER DUTY
V0030	MV	1FTWW31556EA56001	2006	FORD F350 XL SUPER DUTY
V0031	MV	WMEAJ00F46J245183	2006	SMART CAR
V0032	MV	1FTWW31P46EB69780	2006	FORD F350 XL SUPER DUTY
V0033	MV	1FTWW31P57EB45893	2007	FORD F350 XL SUPER DUTY
V0034	MV	1FTWW33PX7EB45272	2007	FORD F350
V0035	MV	1FDAF57R08EB14157	2008	FORD F550 XLT S/D DECK
V0036	MV	1FTPW14V28FB87081	2008	FORD F150 XLT W/ CANOPY
V0037	MV	1FTWW31R68EA67840	2008	FORD F350 XLT SUPER DUTY
V0038	MV	1FTFW1EV9AFB51744	2010	FORD F150 PLATINUM
V0039	MV	1FTWW3BR5AEA32839	2010	FORD F350 XLT SUPER DUTY
V0040	MV	1FT8W3BT1BEA19527	2011	FORD F350 XLT SUPER DUTY
V0041	TR	2E9FS18287R038964	2007	EAGLE IRON EQUIPMENT
V0042	TR	4U310533BL011279	2011	XL 110HDG T/A 50'
V0043	TR	E23BXSGR	2006	CAT ALTORFER 1070 CFM
V0044	TR	E23CDXFZ	2006	CAT ALTORFER GENERATOR
V0045	TR	349731		LP0001 LIGHT PLANT
V0046	TR	783452		LP0002 LIGHT PLANT
V0047	TR	405951UKSD48		LP0003 LIGHT PLANT
V0048	TR	317808UKK822		LP0004 LIGHT PLANT
V0049	TR	378066UJQB22		LP0005 LIGHT PLANT
V0050	TR	405951UKSD48		LP0006 LIGHT PLANT
V0051	TR	378065UJQB22		LP0007 LIGHT PLANT
V0052	TR	5AEBR16187H000245	2007	ALLMAND MAXI-HEAT
V0053	MV	372906UFQB41	2006	INGERSOL RAND 1070
V0054	MV	64212499		INGERSOL RANDXHP-750-W
V0055	MV	288151UBI584	1998	INGERSOL RAND XHP-900-W
V0056	MV	3449411UD0221	2004	INGERSOLL RAND P185WJD
V0057	MV	441642UFWE69	2012	DOOSAN XP375WJD-FX-T3
V0058	MV	531112005		BOBCAT 883/S300
V0059	MV	525022026		BOBCAT S185
V0060	MV	17035	2007	TEREXLIFT GTH-5519
V0061	MV	CAT0322CJHEK00810	2005	CAT 322CL HYDRAULIC
V0062	MV	CAT0330DEMWP00867	2006	CAT 330DL HYDRAULIC
V0063	MV	CAT0330DHMWP02360	2008	CAT 330DL HYDRAULIC
V0064	MV	05010155		FF001 FROST FIGHTER
V0065	MV	05071605		FF002 FROST FIGHTER
V0066	MV	08051273		FF003 FROST FIGHTER
V0067	MV	08022813		FF004 FROST FIGHTER
V0068	MV	1201563689		FF005 FROST FIGHTER
V0069	MV	1201563420		FF006 FROST FIGHTER
V0070	MV	0995475503C4DHE10890		CHEM GROUT CG550 PUMP
V0071	MV	057352600A		CHEM GROUT MACHINE
V0072	MV	MSCU2031033		20'GROUT SEACAN
V0073	MV	361		SCORPION MODEL 800
V0074	MV	1FTWW31P06EB80467	2006	FORD 350 XLT SUPER DUTY
V0075	MV	1FT8W3BT0BEA18336	2011	FORD F350 PICKUP
V0076	MV	1FT8W3BT5CEA14588	2012	FORD F350 PICKUP
V0077	MV	1JJV532UDSL248275		53' HEATED VAN
V0078	MV	1FDPR72P2MVA01209	1991	FORD L700 WATER TRUCK
V0079	MV	1FT8W3BTXCEA18829	2012	FORD F350 SUPER DUTY
V0080	MV	1XKWD59X13R968697	2003	KENWORTH TRACTOR
V0081	MV	KRTV110081020056	2008	KUBOTA RTV1100
V0082	TR	5FTDA323691932150	2009	FELLING FT-50LP EQUIPMENT

Continued on Page 3

Search Criteria: MCCA W NORTH DRILLING & BLASTING LTD.

Page: 3

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
V0083	TR	H8108279MS	1981	12' T/A HORSE TRAILER
V0084	TR	2DACC6270BT011870	2011	DOUBLE A 20'T/A TILT DEC
V0085	BO	NOR36728D393		CRESTLINER SPORTSMAN 17'

Registering

Party: WEST COAST TITLE SEARCH LTD
512 - 1207 DOUGLAS STREET
VICTORIA BC V8W 2E7

***** P P S A S E C U R I T Y A G R E E M E N T *****

Reg. Date: APR 27, 2016 Reg. Length: 5 YEARS
Reg. Time: 12:29:59 Expiry Date: APR 27, 2021
Base Reg. #: 252115J Control #: D3745227

Block#

S0001 Secured Party: THE TORONTO-DOMINION BANK
18 YK CENTRE, 4802-50TH AVENUE

=D0001 Base Debtor: MCCA W NORTH DRILLING & BLASTING LTD
 (Business) 11A MELVILLE DR, PO BOX 1440
 YELLOWKNIFE NT X1A 2P1

General Collateral:

ALL PRESENT AND AFTER ACQUIRED PERSONAL PROPERTY OF THE DEBTOR AND AN
 UNCRYSTALLIZED FLOATING CHARGE ON LAND.

Registering

Party: LAWSON LUNDELL LLP
 1600 925 WEST GEORGIA STREET
 VANCOUVER BC V6C 3L2

----- A D D I T I O N O F C O L L A T E R A L / P R O C E E D S -----

Reg. #: 275326J Reg. Date: MAY 09, 2016
 Reg. Time: 09:56:36
 Control #: D3768813

Base Reg. Type: PPSA SECURITY AGREEMENT
 Base Reg. #: 252115J Base Reg. Date: APR 27, 2016

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
*** ADDED ***				
V0001	MV	1FDNF77J6NVA09206	1992 FORD F700 4X4 GROUT TRUCK	
*** ADDED ***				
V0002	MV	1HTSHPCR2NH439703	1992 INTERNATIONAL 4900 PICKER	
*** ADDED ***				
V0003	MV	1GBHC34W1BZ106485	1981 CHEV C30 C/W WELDER	
*** ADDED ***				
V0004	MV	1FTSW31P44ED79758	FORD F350 SUPERDUTY FL002	
*** ADDED ***				
V0005	MV	1FTWW31556EA56001	2006 FORD F350 (GAS)	

Continued on Page 4

Search Criteria: MCCA W NORTH DRILLING & BLASTING LTD.

Page: 4

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
*** ADDED ***				
V0006	MV	WMEA J00F46J245183	2006 SMART CAR	
*** ADDED ***				
V0007	MV	1FTWW33PX7EB45272	2007 F350 KING RANCH (DUALY)	
*** ADDED ***				
V0008	MV	1FTWW31R68EA67840	2008 FORD F350 (POWDER TRUCK)	
*** ADDED ***				
V0009	MV	1FTFW1EV9AFB51744	2010 FORD F150 PLATINUM	
*** ADDED ***				
V0010	MV	1FTWW3BR5AEA32839	2010 FORD F350 SUPERDUTY	
*** ADDED ***				
V0011	MV	1FT8W3BT1BEA19527	2011 FORD F350 SUPERDUTY	
*** ADDED ***				
V0012	MV	1FTFX1EF1BFA66646	2011 FORD F150	
*** ADDED ***				
V0013	MV	1FT8W3BT0BEA18336	2011 FORD F350 SUPERDUTY	
*** ADDED ***				
V0014	MV	1FTWW31P06EB80467	2005 FORD F350 LARIAT CC	
*** ADDED ***				
V0015	MV	1FT7W2BTOCEA62408	2012 FORD F250 PICKUP	
*** ADDED ***				
V0016	MV	1XKWD49X13R968697	2003 KENWORTH W900B	
*** ADDED ***				
V0017	MV	20056	2008 KUBOTA RTV MODEL 1100CW-H	
*** ADDED ***				
V0018	TR	1J JV532U3SL248275	53' HEATED VAN	
*** ADDED ***				
V0019	TR	1C9U323761685048	CAT XQ 230 480V GENERATOR	
*** ADDED ***				
V0020	TR	349731	LIGHT PLANT	
*** ADDED ***				
V0021	TR	783452	LIGHT PLANT	
*** ADDED ***				
V0022	TR	405949UKSD48	LIGHT PLANT	
*** ADDED ***				
V0023	TR	317808UKK822	LIGHT PLANT	

*** ADDED ***
 V0024 TR 378066UJQ822 LIGHT PLANT
 *** ADDED ***
 V0025 TR 405951UKSD48 LIGHT PLANT
 *** ADDED ***
 V0026 TR 378065UJQB22 LIGHT PLANT
 *** ADDED ***
 V0027 TR 372906UFQB41 1070 CFM COMPRESSOR
 *** ADDED ***
 V0028 TR 194201 IR 750/300 COMPRESSOR
 *** ADDED ***
 V0029 TR 441642UFWE69 DOOSAN 375 COMPRESSOR
 *** ADDED ***
 V0030 MV 531112005 BOBCAT 883/S300
 *** ADDED ***
 V0031 MV GTH551917035 GENIE TELEHANDLER
 *** ADDED ***
 V0032 MV CAT0322CJHEK00810 2005 CAT 322 EXCAVATOR

Continued on Page 5

Search Criteria: MCCA W NORTH DRILLING & BLASTING LTD.

Page: 5

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
*** ADDED ***				
V0033	MV	CAT0330DHMP02360	2008 CAT 330DL EXCAVATOR	

Registering

Party: LAWSON LUNDELL LLP
 1600 925 WEST GEORGIA STREET
 VANCOUVER BC V6C 3L2

***** P P S A S E C U R I T Y A G R E E M E N T *****

Reg. Date: APR 09, 2019 Reg. Length: 5 YEARS
 Reg. Time: 10:55:15 Expiry Date: APR 09, 2024
 Base Reg. #: 424288L Control #: D5960952

Block#

S0001 Secured Party: MAYNBRIDGE CAPITAL INC.
 388 - 1111 W HASTINGS ST
 VANCOUVER BC V6E 2J3

+++ Base Debtor: MCCA W NORTH DRILLING & EXCAVATING LTD
 (Business) 11 MELVILLE DRIVE
 YELLOWKNIFE NT X1A 2P1

D0002 Bus. Debtor: MCCA W EAST SERVICES LTD
 11 MELVILLE DRIVE
 YELLOWKNIFE NT X1A 2P1

D0003 Bus. Debtor: 6361 NWT LTD
 11 MELVILLE DRIVE
 YELLOWKNIFE NT X1A 2P1

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
V0001	MV	BGN13H1004	2013 ATLAS COPCO FLEXIROC T20R	
V0002	MV	111T16260-1	2011 SANDVIK DX800 CRAWLER RIG	
V0003	MV	1HTMMAAP26H221829	2006 INTERNATIONAL 4300 S/A	
V0004	MV	1FYACYBS3ADAT6128	2010 FREIGHTLINER M2	
V0005	TR	2S9NC0466G1036860	1986 RENN 53' TRIDEM STEP DECK	
V0006	TR	2384	2010 BORETAK SYSTEMS 20 METER	
V0007	MV	1HTMSAAR07H529395	2007 INTERNATIONAL 4400	

General Collateral:

ALL OF THE DEBTORS' PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY;
 UNCRYSTALLIZED FLOATING CHARGE ON LAND;
 ALL PROCEEDS INCLUDING ACCOUNTS, MONEY, CHATTEL PAPER, INTANGIBLES,
 GOODS, DOCUMENTS OF TITLE, INSTRUMENTS, INVESTMENT PROPERTY,
 SUBSTITUTIONS, CROPS, LICENCES, TRADE INS, INSURANCE PROCEEDS AND ANY
 OTHER FORM OF PROCEEDS.

Registering

Party: BORDEN LADNER GERVAIS LLP
 1200-200 BARRARD STREET
 VANCOUVER BC V7X 1T2

Index: BUSINESS DEBTOR

List of matches:

Exact: 6361 N.W.T. LTD.
 Exact: 6361 NWT LTD
 Exact: 6361 NWT LTD

Page: 1

Index: BUSINESS DEBTOR

Search Criteria: 6361 NWT LTD.

***** P P S A S E C U R I T Y A G R E E M E N T *****

Reg. Date: FEB 25, 2016 Reg. Length: 11 YEARS
 Reg. Time: 10:46:45 Expiry Date: FEB 25, 2027
 Base Reg. #: 132947J Control #: D3622158

Block#

S0001 Secured Party: BUSINESS DEVELOPMENT BANK OF CANADA
 4912-49 STREET
 YELLOWKNIFE NT X1A 1P3

D0001 Base Debtor: MCCAW NORTH DRILLING & BLASTING LTD.
 (Business) 11 MELVILLE DRIVE
 YELLOWKNIFE NT X1A 2P1

D0002 Ind. Debtor: MCCAW DEVON Birthdate:
 11 MELVILLE DRIVE
 YELLOWKNIFE NT X1A 2P1

=D0003 Bus. Debtor: 6361 N.W.T. LTD.
 P.O. BOX 1442
 YELLOWKNIFE NT X1A 3W8

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
V0001	MV	TRXBS51108BA0225	2008	TRAXXON TR-EX2000 DRILL
V0002	MV	2200102	2010	INTEROC BAS 2200 DRILL
V0003	MV	9102	2000	INTEROC AN 1096 CRAWLER
V0004	MV	1P58J1	2000	REED SVEDALA 400CR DRILL
V0005	MV	9108	2002	INTEROC AN109B CRAWLER
V0006	MV	9125	2001	INTEROC AN109 CRAWLER
V0007	MV	7730	2002	INGERSOLL RAND DML DRILL
V0008	MV	9124	2004	INTEROC AN109B CRAWLER
V0009	MV	1K09X82	2006	TEREX REED DRILL 345 M
V0010	MV	14015	2007	INTEROC AN 140
V0011	MV	107T129821	2007	SANDVIK DX800 SURFACE
V0012	MV	AV007A1196	2007	ATLAS COPCO ROC D9-11
V0013	MV	AV006A1144	2007	ATLAS COPCO ROC D9-11
V0014	MV	G11493H0	2006	ATLAS COPCO ECM590
V0015	MV	108M136261	2008	SANDVIK DC120 CRAWLER
V0016	MV	110T166141	2010	SANDVIK DX800 SURFACE
V0017	MV	110T167021	2010	SANDVIK DX800 SURFACE
V0018	MV	110M145951	2010	SANDVIK TAMROCK DC120
V0019	MV	7872	1981	KRUPP DHR 80 CRAWLER
V0020	MV	3511758	1990	GARDENER DENVER BV3500
V0021	MV	9084	1996	INTEROC AN109B PARTSONLY
V0022	MV	7358	1997	INGERSOLL RAND DML HP
V0023	MV	HTSCAAP0XH612697	1995	INTERNATIONAL 4700
V0024	MV	1FDNF77HJ6NVA09206	1992	FORD F700 GROUT TRUCK
V0025	MV	1HTSHPCR2NH439703	1992	INTERNATIONAL 4900 BOOM
V0026	MV	1GBHC34W1BZ106485	1981	CHEVROLET 30SCOTSDALE
V0027	MV	1FTSW31L91EA83451	2001	FORD F350 XL SUPER DUTY

Continued on Page 2

Search Criteria: 6361 NWT LTD.

Page: 2

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
------	----------	------	------------	----------

V0028	MV	1FDAF57P86EC57823	2006	FORD F550 XL SUPER DUTY
V0029	MV	1FTSW31P44ED79758	2004	FORD F350 XL SUPER DUTY
V0030	MV	1FTWW31556EA56001	2006	FORD F350 XL SUPER DUTY
V0031	MV	WMEAJ00F46J245183	2006	SMART CAR
V0032	MV	1FTWW31P46EB69780	2006	FORD F350 XL SUPER DUTY
V0033	MV	1FTWW31P57EB45893	2007	FORD F350 XL SUPER DUTY
V0034	MV	1FTWW33PX7EB45272	2007	FORD F350
V0035	MV	1FDAF57R08EB14157	2008	FORD F550 XLT S/D DECK
V0036	MV	1FTPW14V28FB87081	2008	FORD F150 XLT W/ CANOPY
V0037	MV	1FTWW31R68EA67840	2008	FORD F350 XLT SUPER DUTY
V0038	MV	1FTFW1EV9AFB51744	2010	FORD F150 PLATINUM
V0039	MV	1FTWW3BR5AEA32839	2010	FORD F350 XLT SUPER DUTY
V0040	MV	1FT8W3BT1BEA19527	2011	FORD F350 XLT SUPER DUTY
V0041	TR	2E9FS18287R038964	2007	EAGLE IRON EQUIPMENT
V0042	TR	4U310533BL011279	2011	XL 110HDG T/A 50'
V0043	TR	E23BXSGR	2006	CAT ALTORFER 1070 CFM
V0044	TR	E23CDXFZ	2006	CAT ALTORFER GENERATOR
V0045	TR	349731		LP0001 LIGHT PLANT
V0046	TR	783452		LP0002 LIGHT PLANT
V0047	TR	405951UKSD48		LP0003 LIGHT PLANT
V0048	TR	317808UKK822		LP0004 LIGHT PLANT
V0049	TR	378066UJQB22		LP0005 LIGHT PLANT
V0050	TR	405951UKSD48		LP0006 LIGHT PLANT
V0051	TR	378065UJQB22		LP0007 LIGHT PLANT
V0052	TR	5AEBR16187H000245	2007	ALLMAND MAXI-HEAT
V0053	MV	372906UFQB41	2006	INGERSOL RAND 1070
V0054	MV	64212499		INGERSOL RANDXHP-750-W
V0055	MV	288151UBI584	1998	INGERSOL RAND XHP-900-W
V0056	MV	3449411UD0221	2004	INGERSOLL RAND P185WJD
V0057	MV	441642UFWE69	2012	DOOSAN XP375WJD-FX-T3
V0058	MV	531112005		BOBCAT 883/S300
V0059	MV	525022026		BOBCAT S185
V0060	MV	17035	2007	TEREXLIFT GTH-5519
V0061	MV	CAT0322CJHEK00810	2005	CAT 322CL HYDRAULIC
V0062	MV	CAT0330DEMWP00867	2006	CAT 330DL HYDRAULIC
V0063	MV	CAT0330DHMWP02360	2008	CAT 330DL HYDRAULIC
V0064	MV	05010155		FF001 FROST FIGHTER
V0065	MV	05071605		FF002 FROST FIGHTER
V0066	MV	08051273		FF003 FROST FIGHTER
V0067	MV	08022813		FF004 FROST FIGHTER
V0068	MV	1201563689		FF005 FROST FIGHTER
V0069	MV	1201563420		FF006 FROST FIGHTER
V0070	MV	0995475503C4DHE10890		CHEM GROUT CG550 PUMP
V0071	MV	057352600A		CHEM GROUT MACHINE
V0072	MV	MSCU2031033		20'GROUT SEACAN
V0073	MV	361		SCORPION MODEL 800
V0074	MV	1FTWW31P06EB80467	2006	FORD 350 XLT SUPER DUTY
V0075	MV	1FT8W3BT0BEA18336	2011	FORD F350 PICKUP
V0076	MV	1FT8W3BT5CEA14588	2012	FORD F350 PICKUP
V0077	MV	1JJV532UDSL248275		53' HEATED VAN
V0078	MV	1FDPR72P2MVA01209	1991	FORD L700 WATER TRUCK
V0079	MV	1FT8W3BTXCEA18829	2012	FORD F350 SUPER DUTY
V0080	MV	1XKWD59X13R968697	2003	KENWORTH TRACTOR
V0081	MV	KRTV110081020056	2008	KUBOTA RTV1100
V0082	TR	5FTDA323691932150	2009	FELLING FT-50LP EQUIPMENT

Continued on Page 3

Search Criteria: 6361 NWT LTD.

Page: 3

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
V0083	TR	H8108279MS	1981	12' T/A HORSE TRAILER
V0084	TR	2DACC6270BT011870	2011	DOUBLE A 20'T/A TILT DEC
V0085	BO	NOR36728D393		CRESTLINER SPORTSMAN 17'

Registering

Party: WEST COAST TITLE SEARCH LTD
512 - 1207 DOUGLAS STREET
VICTORIA BC V8W 2E7

***** P P S A S E C U R I T Y A G R E E M E N T *****

Reg. Date: APR 27, 2016 Reg. Length: 5 YEARS
Reg. Time: 12:30:15 Expiry Date: APR 27, 2021
Base Reg. #: 252118J Control #: D3745252

Block#

S0001 Secured Party: THE TORONTO-DOMINION BANK
18 YK CENTRE, 4802-50TH AVENUE

=D0001 Base Debtor: 6361 NWT LTD
 (Business) 11A MELVILLE DR, PO BOX 1440
 YELLOWKNIFE NT X1A 2P1

General Collateral:

ALL PRESENT AND AFTER ACQUIRED PERSONAL PROPERTY OF THE DEBTOR AND AN
 UNCRYSTALLIZED FLOATING CHARGE ON LAND.

Registering

Party: LAWSON LUNDELL LLP
 1600 925 WEST GEORGIA STREET
 VANCOUVER BC V6C 3L2

----- A D D I T I O N O F C O L L A T E R A L / P R O C E E D S -----

Reg. #: 275328J Reg. Date: MAY 09, 2016
 Reg. Time: 09:57:06
 Control #: D3768949

Base Reg. Type: PPSA SECURITY AGREEMENT
 Base Reg. #: 252118J Base Reg. Date: APR 27, 2016

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
*** ADDED ***				
V0001	MV	IHTSCAAPOXH612697	1999 INTERNATIONAL 4700	
*** ADDED ***				
V0002	MV	1FTSW31L91EA83451	2001 FORD F350 (GAS) (FL001)	
*** ADDED ***				
V0003	MV	1FDAF57P86EC57823	2006 FORD F550 MECHANIC TRUCK	
*** ADDED ***				
V0004	MV	1FTWW31P46EB69780	2006 FORD F350 (POWDER TRUCK)	
*** ADDED ***				
V0005	MV	1FWW31P57EB45893	2007 FORD F350	

Continued on Page 4

Search Criteria: 6361 NWT LTD.

Page: 4

Vehicle Collateral:

Type	Serial #	Year	Make/Model	MH Reg.#
*** ADDED ***				
V0006	MV	1FDAF57R08EB14157	2008 FORD F550 SILVER	
*** ADDED ***				
V0007	MV	1FTPW14V28FB87081	2008 FORD F150 SHORT BOX	
*** ADDED ***				
V0008	MV	1FDPR72P2MVA01209	1991 FORD F7000 WATER TRUCK	
*** ADDED ***				
V0009	MV	2FUUDXYB9LV348573	FREIGHTLINER	
*** ADDED ***				
V0010	MV	1FT8W3BTXCEA18829	2012 POWDER TRUCK FORD F350 CC	
*** ADDED ***				
V0011	MV	1FT8W3BT5CEA14588	2012 FORD F350 CC FLAT DECK	
*** ADDED ***				
V0012	TR	5FTDA323691032150	2009 FELLING FT-50-3 LP	
*** ADDED ***				
V0013	TR	H-8108279MS	1981 UTILITY TRAILER	
*** ADDED ***				
V0014	TR	2DACC6270BT011870	2011 20' CUSHION TILT TRAILER	
*** ADDED ***				
V0015	TR	1ZE1BDU19FAP14395	BOAT TRAILER	
*** ADDED ***				
V0016	TR	2E9FS18287R038964	2007 GREY BOBCAT TRAILER	
*** ADDED ***				
V0017	TR	4U310533BL011279	XL 110HDG GOOSENECK TILT	
*** ADDED ***				
V0018	TR	X3R00260	CAT XQ 230 480V GENERATOR	
*** ADDED ***				
V0019	TR	0276MXH07	2007 ALLMAND MAXI HEAT TRAILER	
*** ADDED ***				
V0020	TR	288151UB1584	IR XHP900 W CAT SKID COMP	
*** ADDED ***				
V0021	TR	64Z12499	185 COMPRESSOR	
*** ADDED ***				
V0022	MV	5250 22026	IR BOBCAT S185	
*** ADDED ***				
V0023	MV	MWP00867	2006 CAT 330DL EXCAVATOR	

Registering

Party: LAWSON LUNDELL LLP
1600 925 WEST GEORGIA STREET
VANCOUVER BC V6C 3L2

***** P P S A S E C U R I T Y A G R E E M E N T *****

Reg. Date: APR 09, 2019 Reg. Length: 5 YEARS
Reg. Time: 10:55:15 Expiry Date: APR 09, 2024
Base Reg. #: 424288L Control #: D5960952

Block#

S0001 Secured Party: MAYNBRIDGE CAPITAL INC.
388 - 1111 W HASTINGS ST
VANCOUVER BC V6E 2J3

Continued on Page 5

Search Criteria: 6361 NWT LTD.

Page: 5

+++ Base Debtor: MCCAW NORTH DRILLING & EXCAVATING LTD
(Business) 11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1

D0002 Bus. Debtor: MCCAW EAST SERVICES LTD
11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1

=D0003 Bus. Debtor: 6361 NWT LTD
11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1

Vehicle Collateral:

Table with 5 columns: Type, Serial #, Year, Make/Model, MH Reg.#. Rows include vehicle details for V0001 through V0007.

General Collateral:

ALL OF THE DEBTORS' PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY;
UNCRYSTALLIZED FLOATING CHARGE ON LAND;
ALL PROCEEDS INCLUDING ACCOUNTS, MONEY, CHATTEL PAPER, INTANGIBLES,
GOODS, DOCUMENTS OF TITLE, INSTRUMENTS, INVESTMENT PROPERTY,
SUBSTITUTIONS, CROPS, LICENCES, TRADE INS, INSURANCE PROCEEDS AND ANY
OTHER FORM OF PROCEEDS.

Registering

Party: BORDEN LADNER GERVAIS LLP
1200-200 BARRARD STREET
VANCOUVER BC V7X 1T2

----- A M E N D M E N T / O T H E R C H A N G E -----

Reg. #: 424407L Reg. Date: APR 09, 2019
Reg. Time: 11:24:18
Control #: D5961083

Base Reg. Type: PPSA SECURITY AGREEMENT
Base Reg. #: 424288L Base Reg. Date: APR 09, 2019

Details Description:

CORRECTION TO BASE DEBTOR NAME;

Block#

** DELETED **

+++ Bus. Debtor: MCCAW NORTH DRILLING & EXCAVATING LTD
11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1

*** ADDED ***

D0004 Bus. Debtor: MCCAW NORTH DRILLING & BLASTING LTD
11 MELVILLE DRIVE
YELLOWKNIFE NT X1A 2P1

APPENDIX D

Form of Offer

OFFER TO PURCHASE

TO: McCaw North Drilling & Blasting Ltd.

1. _____
(Name of Purchaser)

2. _____

(Address, Phone, Fax and E-mail of Purchaser)

3. The undersigned hereby irrevocably offers to purchase the following assets at the following prices, in the lawful currency of Canada namely:

Description	Amount (please allocate price)
Specific Assets: (Attach schedule if more room is needed)	
_____	_____
_____	_____
_____	_____
TOTAL	_____

_____ Plus all applicable taxes

4. Enclosed is a bank draft or certified cheque payable to **McCaw North Drilling & Blasting Ltd.**, in the amount of \$_____, in the lawful Canadian currency representing 20% of the total purchase price.

5. The undersigned hereby represents and warrants that it (is / is not) a non-resident of Canada as defined in the Income Tax Act (Canada).

6. The undersigned acknowledges receipt of a copy of the Terms and Conditions of Sale and acknowledges such Terms and Conditions of Sale are deemed to form part of this Offer to Purchase and agrees to be bound by them and covenants and agrees, that should it be the successful Purchaser, to execute and deliver the applicable form of Asset Purchase Agreement.

Dated at _____, this _____ day of _____, 201__.
(City, Province/State) (Day) (Month)

Print Name of Purchaser

Signature of Purchaser
(I/We have the authority to bind the Purchaser)

McCaw North Drilling & Blasting Ltd.

TERMS AND CONDITIONS OF SALE

1. McCaw North Drilling & Blasting Ltd. (the “**Company**” or “**McCaw North**”), pursuant to Section 50.4(1) of the *Bankruptcy and Insolvency Act* will consider written proposal to purchase McCaw North’s right, title and interest, if any, in McCaw North’s assets, described in Schedule “A” hereto (the “**Assets**”).
2. Acceptance of any proposal received by McCaw North shall be expressly conditional on obtaining the approval of the Supreme Court of Northwest Territories (and the superior court of any other Province or Territory), required to convey title to the Assets in accordance with these terms and conditions in a form and content satisfactory to the Company. Without limiting the generality of the foregoing, such approval of the Court shall include such Sale Approval and Vesting Orders and such Recognition Orders as the Trustee and its legal counsel may require. Notwithstanding anything herein to the contrary, no proposal shall be binding on the Company unless and until such court approval has been obtained.
3. If any proposal is accepted by the Company and the Supreme Court of Northwest Territories (and the superior court of any other Province or Territory), required to convey title to the Assets in accordance with these terms and conditions, then notification of such acceptance shall be transmitted to the Purchaser by notice in writing sent to the Purchaser at the address set forth in the Purchaser’s proposal, such notice to be given by electronic transmission or any such other form.
4. Completion of the purchase and sale of the Assets will take place 5 Business Days after the expiration of any appeal period for the Court Order approving the sale, or such earlier or later date as may be agreed to between the Company and the Purchaser in writing (the “**Closing Date**”). The term “**Business Day**” shall mean a day which is not a Saturday, Sunday or statutory holiday.
5. The completion of the purchase and sale shall take place on the Closing Date at such place and time as the Company may advise the Purchaser in writing.
6. At the Closing Date, provided that the purchase price together with all applicable taxes have been paid, the Company shall provide a certified copy of the Order Approving Sale, and execute and deliver to the Purchaser all such bills of sale, transfers, deeds, assignments, and other documents as may be reasonably necessary to convey McCaw North’s interests in the Assets to the Purchaser in exchange for payment of the purchase price. Any such transfers, deeds, assignments, and other documents shall be in a form and content satisfactory to The Bowra Group Inc. (“**Bowra**”) (acting reasonably) and shall not contain any covenant or representation other than as specifically provided in these terms and conditions.

7. By submitting a proposal, the Purchaser acknowledges that it has inspected the Assets and that the Assets are sold on an "as is, where is" basis at the time of closing and that no representation, warranty or condition is expressed or implied as to title, description, fitness for purpose, merchantability, quantity, condition, cost, or quality thereof or compliance of the Assets (including any lands or buildings) with environmental laws and requirements, or in respect of any other matter or thing whatsoever. Without limitation, all Assets are specifically offered as they exist on closing and with no adjustments to be allowed to the Purchaser for changes in conditions, qualities or quantities of such parcels from the date hereof to the Closing Date. The Purchaser acknowledges that the Company is not required to inspect or count, or provide any inspection or counting of the Assets or any part thereof and the Purchaser shall be deemed to have relied entirely on its own inspection and investigation including an independent investigation by the Purchaser of current and past uses of the Assets to satisfy the Purchaser as to the effects of any environmental laws, regulations or requirements upon the Assets or the transfer to the Purchaser of the Assets. It shall be the Purchaser's sole responsibility to obtain, at its own expense, any consent to such transfer or assignment and any further documents or assurances which are necessary or desirable in the circumstances, with the exception of obtaining any court orders, including if required, the consent of any municipality or lessor of the Assets.
8. The Company shall not be required to produce any tax certificate, clearance certificate, abstract of title or documents or copies thereof or any evidence as to title, other than those in its actual possession.
9. The Company shall remain in possession of the Assets, and title will not pass to the Purchaser, until the purchase price thereof has been paid in full.
10. All proposals must include a fully completed "Proposal Form" (enclosed). Supplemental information must be in written form, signed by a duly authorized officer(s) of the entity making the proposal. Proposals received that are not in the attached form or which amend the attached form may, at the discretion of the Company and Bowra, be rejected.
11. All proposals must be accompanied by a bank draft or certified cheque payable to "McCaw North Drilling & Blasting Ltd." in an amount equal to not less than 20% of the gross purchase price offered for the Assets. If the proposal is accepted, this draft or cheque shall be deemed a non-refundable cash deposit and shall be forfeited to the Company on account of liquidated damages if the contemplated sale is not completed by the successful party ("Purchaser") by reason of the Purchaser's default. Acceptance of any proposal is subject to the Company, Bowra, and the Purchaser entering into an Agreement of Purchase and Sale on terms and in a form acceptable to the Company.
12. In consideration of the Company making available to purchasers these Terms and Conditions of Sale, any other information, and the opportunity of inspection, and/or in consideration of receiving and considering any proposal to be submitted hereunder, the Purchaser agrees that its proposal is irrevocable and cannot be retracted, withdrawn, varied or countermanded prior to acceptance or rejection thereof.

13. In the event that some of the proposals are substantially in the same terms and/or amounts as determined by the Company, the Company may, in its sole discretion, call upon those purchasers to re-submit to the Company for its final consideration. Each purchaser is in agreement that the re-submission contemplated under this section is a fair and reasonable manner of proceeding in the case of proposals in substantially the same terms and/or amounts.
14. Although the Company will entertain piecemeal offers, preference will be given to en-bloc offers.
15. The balance of the purchase price, subject to normal adjustments, shall be paid by certified cheque or bank draft on or before the Closing Date. The closing shall take place at the offices of Lawson Lundell LLP, 4915 48 St, Yellowknife, NT X1A 1N2.
16. The purchaser shall pay to the Company on closing, in addition to the balance of the purchase price, all applicable federal, provincial and states taxes, unless the applicable exemption certificates are presented to the Company on or before the Closing Date.
17. The Purchaser shall be solely responsible for any costs to gain access to or in the Assets, if any.
18. The Purchaser shall assume, at its cost, complete responsibility for compliance with all municipal, provincial and federal laws insofar as the same apply to the Assets and the use thereof by the Purchaser.
19. The highest or any proposal shall not necessarily be accepted. Each purchaser agrees that the Company shall be entitled to accept whichever proposal, if any, the Company and Bowra, in their unrestricted discretion, considers to be the most advantageous. Each purchaser further agrees that the Company shall have the unfettered right to discuss and clarify any proposal with the submitting purchaser.
20. The Company reserves the right to amend or terminate the proposal process at any time.
21. The obligation of the Company to complete any Agreement of Purchase and Sale shall be relieved if, on or before the Closing Date:
 - any Asset which is the subject of an Agreement of Purchase and Sale is removed from the control of the Company by any means or process; or
 - any such Asset is redeemed.
22. In either case, the sole obligation of the Company to the Purchaser shall be to return the deposit without interest or deduction.
23. The submission of a proposal to the Company shall constitute an acknowledgment and an acceptance by the prospective purchaser of the "Terms and Conditions of Sale".

24. The validity and interpretation of these Terms and Conditions of Sale, and each provision and part thereof and of the Agreement of Purchase and Sale defined herein, shall be governed by the laws of the Territory of Northwest Territories and the Courts of the Territory of Northwest Territories shall have exclusive jurisdiction with respect to any dispute arising out of these Terms and Conditions of Sale or any Agreement of Purchase and Sale entered into pursuant hereto.
25. All stipulations as to time are strictly of the essence.
26. The Purchaser shall assume, at the Purchaser's cost, complete responsibility for compliance with all laws, municipal, provincial or federal insofar as the same apply to the Assets (including the lands and buildings) and the use thereof by the Purchaser.
27. The Purchaser(s) agree(s) to accept title to any real property subject to work orders, municipal requirements, including building or zoning by-laws and regulations, easements for hydro, gas, telephone or any other utility affecting the real property, like services to the real property, and restrictions and/or covenants which run with the real property.
28. The Company reserves the right to withdraw any parcel or any part thereof if there is any actual, threatened or anticipated litigation with respect to any parcel or any part thereof, or if any parcel has been redeemed or if the security under which Bowra was appointed is deemed invalid, or the parcel or any part thereof has been sold directly to another third party outside of this tender process. If Bowra exercises the right, unless the Trustee and the Purchaser agree in writing to an adjustment of the purchase price or such other amendment as is agreeable to both parties, the Agreement of Purchase and Sale affecting such parcel(s) shall be automatically terminated and deemed null and void and the deposit money shall be refunded to the Purchaser without interest, costs, compensation or deduction and neither party shall be liable to the other for any costs or damages whatsoever.
29. Bowra is acting in its capacity as the Licensed Insolvency Trustee of McCaw North Drilling & Blasting Ltd., and not in its personal capacity. Bowra is assisting the Company with the sales process and is in no way the Vendor. The Company is the Vendor. If the Company shall be adjudged bankrupt, all right title and interest in this agreement shall then vest to Bowra who will be at liberty to complete this transaction at its sole discretion.

SCHEDULE "A"
(LIST OF ASSETS)

McCAW NORTH DRILLING & BLASTING LTD
EQUIPMENT LIST AND UNIT NUMBERS

Compressors:

Unit #	Description	Serial Number	Fuel Type	Purchase Price (\$CAD)
C0601	1070 CFM Compressor (350psi) - Ingersoll	372906UFQB41	Diesel	
C9502	IR 750/300 Compressor	194201	Diesel	
C9803	IR XHP900 W Cat Skid Compressor	288151UB1584	Diesel	
C0804	185 Compressor	64Z12499	Diesel	
C1205	Doosan 375 Compressor	441642UFW69	Diesel	

Drills and Attachments:

Unit #	Description	Serial Number	Fuel Type	Purchase Price (\$CAD)
DA0801	2008 Traxxon TR-EX2000 Drill Attachment	TRXBS51108BA0225	N/A	
DA1002	Interoc Attachment BAS 2200	2200102	N/A	
DA0003	Hy-Ram 805 Attachment (breaker)		N/A	
D8101	Krupp DHR 80	7872	Diesel	
D9002	1990 Rebuilt BV(Lyndsay)	3511758	Diesel	
D0003	Interoc AN 109B c/w B1500R Drifter	9102	Diesel	
D0104	Interoc AN 109B c/w B1000 RC 64	9108	Diesel	
D0806	2008 Sandvik DC120 (with Hydraulic Winch)	108M13626-1	Diesel	
D0707	Interoc AN 140 c/w B2000 Hammer	14023	Diesel	
D0708	Sandvik DX-800	107T12982-1	Diesel	
D1010	Sandvik DX-800	110T16614-1	Diesel	
D1011	Sandvik DX-800	110T16702-1	Diesel	
D1112	2011 Sandvik DC120	110M14595-1	Diesel	
D0013	2000 Hydratrac Model 400	1P58J61	Diesel	
D0014	2000 Hydratrac Model 400	1P58J18	Diesel	
D0715	Atlas Copco D9-11 c/w Winch	AVO07A1196	Diesel	
D0716	Atlas Copco D9-11	AVO06A1144	Diesel	
D0418	Interoc AN109B	9124	Diesel	
D0219	Ingersoll Rand DML	7730	Diesel	
D9720	Ingersoll Rand DML	7358	Diesel	
D0122	Interoc AN109	9125	Diesel	
D9623	Interoc AN109B	9084	Diesel	
D0724	Atlas Copco ECM-590	G11493HO	Diesel	
D1327	Atlas Copco FlexiROC T20R	BGN13H1004	Diesel	

Unit #	Description	Serial Number	Fuel Type	Purchase Price (\$CAD)
D1128	Sandvik DX-800	111t16260-1	Diesel	

Cars/Trucks:

Unit #	Description	Serial Number	Fuel Type	Purchase Price (\$CAD)
T9901	1999 International 4700 with 18' Van	IHTSCAAPOXH612697	Diesel	
T9203	1992 Ford F 700 4X4 (Grout Truck)	1FDNF77J6NVA09206	Gas	
T9204	1992 International 4900 Picker Truck	1HTSHPCR2NH439703	Diesel	
T0106	2001 Ford F350 (Gas) (FL001)	1FTSW31L91EA83451	Gas	
T0607	2006 Ford F550 Mechanic Truck c/w Box	1FDAF57P86EC57823	Diesel	
T0608	Ford F350 Superduty (FL002)	1FTSW31P44ED79758	Diesel	
T0609	2006 Ford F350 (Gas)	1FTWW31556EA56001	Gas	
T0611	2006 Ford F350 (Powder Truck)	1FTWW31P46EB69780	Diesel	
T0712	2007 F350	1FWW31P57EB45893	Diesel	
T0713	F-350 King Ranch Dually	1FTWW33PX7EB45272	Diesel	
T0814	2008 F550 Silver	1FDAF57R08EB14157	Diesel	
T0815	F-150 Short Box	1FTPW14V28FB87081	Gas	
T0816	2008 Ford F350 (Powder Truck)	1FTWW31R68EA67840	Diesel	
T1017	2010 Ford F150 Platinum	1FTFW1EV9AFB51744	Gas	
T1018	2010 Ford F350 Superduty	1FTWW3BR5AEA32839	Diesel	
T1119	2011 Ford F350 Superduty	1FT8W3BT1BEA19527	Diesel	
T1120	2011 Ford F150	1FTFX1EF1BFA66646	Gas	
T1121	2011 Ford F350 Superduty	1FT8W3BT0BEA18336	Diesel	
T9123	Ford F7000 Water Truck	1FDPR72P2MVA01209	Diesel	
T0625	2005 Ford F350 Lariat CC	1FTWW31P06EB80467	Diesel	
T1226	2012 Ford F250 Pickup	1FT7W2BT0CEA62408	Diesel	
T1227	2012 Ford F350 CC	1FT8W3BTXCEA18829	Diesel	
T1228	2012 Ford F350 CC Flat Deck	1FT8W3BT5CEA14588	Diesel	
T0329	2003 Kenworth W900B	1XKWD49X13R968697	Diesel	
T0730	2007 Pontiac G5 (Pursuit)	1G2AJ55F777319414	Gas	
T0634	2006 International (ANFO Truck)	1HTMMAAP26H221829	Diesel	
T1035	2010 Freightliner (Fuel Truck)	1FYACYBS3ADAT6128	Diesel	
T0736	2007 International 4400 Grout Truck	1HTMSAAR07H529395	Diesel	
T0537	2005 Ford F350 Service Truck	1FDWW37P35EB94221	Diesel	

Unit #	Description	Serial Number	Fuel Type	Purchase Price (\$CAD)
--------	-------------	---------------	-----------	------------------------

Trailers:

Unit #	Description	Serial Number	Fuel Type	Purchase Price (\$CAD)
TR0901	2009 Felling FT 503 LP (MDB TR043)	5FTDA323691032150	N/A	
TR8102	1981 Utility Trailer (Horse Trailer-MDB TR029)	H-8108279MS	N/A	
TR1103	2011 20' Cushion Tilt Trailer	2DACC6270BT011870	N/A	
TR1104	2200 UA Utility Trailer	1MDFHDJ198A407213	N/A	
TR0706	2007 Grey Bobcat Trailer	2E9FS18287R038964	N/A	
TR1108	XL 110HDG Gooseneck Tilt Trailer	4U310533BL011279	N/A	
TR9509	53' Heated Van	1JJV532U3SL248275	N/A	
TR1610	RENN 53' Step Deck	2S9NC0466G1036860	N/A	
TR1511	Maxi-Roule Utility Trailer GAL72144S	2MXUA5B39FD061546	N/A	

Other Eq.

Unit #	Description	Serial Number	Fuel Type	Purchase Price (\$CAD)
B0501	Bobcat 883/S300 (w/bucket & forks)	531112005	Diesel	
B0502	IR Bobcat Model S185	5250 22026	Diesel	
BT001	Boretrack Deviation Tool		N/A	
EX0601	330DL Excavator (Caterpillar)	MWP00867	Diesel	
EX0802	330DL Excavator (Caterpillar) (2008)	CAT0330DHMWP02360	Diesel	
EX0503	2005 CAT 322 Excavator	CAT0322CJHEK00810	Diesel	
FF001	Frost Fighter	05010155	Diesel	
G0601	Cat XQ 230 480V Generator	X3R00260	Diesel	
G1203	EU2000 Generator	2433127		
L1601	Komatsu WA270-7 Wheel Loader	80898	Diesel	
LP0501	Light Plant	349731		
MH0701	2007 Portable Heater Trailer Maxi Heat	0276MXH07	Diesel	
CR001	Diamond Core Rig DD200	279558-12-053463-AM		
PW001	300 PSI Hot Water Washer 230V	11090850-100180	Diesel/Elec	
PW002	Dewalt Pressure Washer			
PW003	1000 PSI Electric Pressure Washer	C06113-11025		
P8802	Brahma Air Pump / Water Pump	25185820		
PL001	Gardener Plugger S58	1040906		

Unit #	Description	Serial Number	Fuel Type	Purchase Price (\$CAD)
PL002	IR Plugger	G08L51951		
Q0801	2008 Kubota RTV (Model 1100CW-H)	20056	Diesel	
SC001	Seacan Container		N/A	
SC002	Seacan Container		N/A	
SC003	Seacan Container		N/A	
SC004	Seacan Container		N/A	
SC005	Seacan Container		N/A	
SC006	Seacan Container		N/A	
SC007	Seacan Container	4301654	N/A	
SH1001	HL800T Drifter	UO47295	N/A	
WG001	Lincon Welder (Mechanics Truck Bluefish 8105)		Gas	
WD002	Miller Welder (Mechanics Truck T0604)		Diesel	
WE003	Miller Welder (YK Shop 2)		Electric	
WD004	Miller 302 (Mechanics Truck T9901)		Diesel	
WD005	Vantage 300 DSL Welder	U1111012683	Diesel	
WE005	Miller Welder "Big Blue"			
WE006	Power Mig 180 Dual	M3140601581	Electric	
TT001	Red Tidy Tank		N/A	
TT002	Grey Tidy Tank		N/A	
Z0701	Genie Telehandler (Zoom Boom)	GTH551917035	N/A	

TOTAL PURCHASE PRICE (\$CAD)

\$