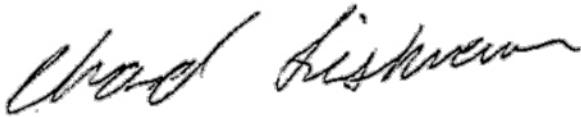


WILDLIFE ACT
GUIDING TERRITORY CERTIFICATE 701264
Amended December 31, 2018

GUIDING TERRITORY CERTIFICATE HOLDER(s)	HORSESHOE CREEK OUTFITTERS LTD. Interest: 100 %
AGENT	<p>LUTHER RAY JACKSON s.22</p> <p>PHONE: (250) 783-5220 EMAIL: horseshoecreek@xplornet.ca</p>
ISSUANCE	The certificate holder(s) (the "holder") has exclusive control over guiding privileges in the guiding territory described in Appendix A (the "guiding territory").
CONDITIONS OF CERTIFICATE	<ul style="list-style-type: none"> ➤ The holder must comply with all laws applicable to the activities carried out under this certificate. ➤ The holder must ensure that persons acting under authority of this certificate, including the holder's employees and persons guided <ul style="list-style-type: none"> • comply with all laws applicable to the activities carried out under this certificate; • do not block or damage any road, trail, airstrip, watercourse, or other property in the guiding territory; ➤ The holder must remedy at the holder's expense any blockage or damage to any road, trail, airstrip, watercourse, or other property in the guiding territory caused by the holder or any other person acting under authority of this certificate. ➤ If, in the course of undertaking activities authorized in this certificate, the holder becomes aware of sites or objects that are relevant to First Nations, the holder should notify local First Nations communities.
PERIOD OF CERTIFICATE	This certificate is only valid from December 31, 2018 to March 16, 2019.
DATE OF ISSUE	<p>December 31, 2018</p> <p>This permit supersedes Guiding Territory Certificate 701264 issued on February 14, 2013.</p>
SIGNATURE OF ISSUER	 Chad Lishman A/ Regional Manager Recreational Fisheries & Wildlife Programs Peace Region

APPENDIX A GUIDING TERRITORY

GUIDING TERRITORY CERTIFICATE 701264

Commencing at the point of intersection of the midline of Peace River and a prolongation of the midline of Halfway River;

thence in a general southerly direction along the midline of Peace River to the point of intersection with a prolongation of the southerly boundary of Sec 19 Tp 81 Rg 25 W6M, Peace River Land District adjacent to and east of Hudson's Hope;

thence more or less west in a straight line to the point of intersection with the midline of the unnamed road within L1090 at its intersection with Rocky Mountain Portage;

thence in a general northerly direction along the midline of the said Beryl Prairie road approximately 12.7 kms to the most northerly point thereof within L1238;

thence in a general westerly direction along the midline of the said Beryl Prairie road approximately 3 kms to the most westerly point thereof within L1243;

thence in a general northerly direction along the midline of the said Beryl Prairie road approximately 6.4 kms to the most westerly point thereof within L1265;

thence in a general northerly and westerly direction along the midline of the said unnamed trail to the point of intersection of the Upper Peace River and Lower Halfway River watersheds at approximately 122°14'42" west longitude and 56°17'2" north latitude;

thence in a general westerly and southerly direction along the boundaries of the Upper Peace River and Lower Halfway River watersheds to the intersection of the Peace Arm ;

thence following the northerly boundary of the Peace Arm watershed to the point at 122° 38' 47" west longitude and 56° 18' 11" north latitude;

thence in a general north westerly direction to the point of intersection with the midline of the adjacent unnamed stream flowing northerly into Graham River, to the intersection of Management unit 7-43 and 7-35 at 122° 33' 37" west longitude and 56° 21' 30" north latitude;

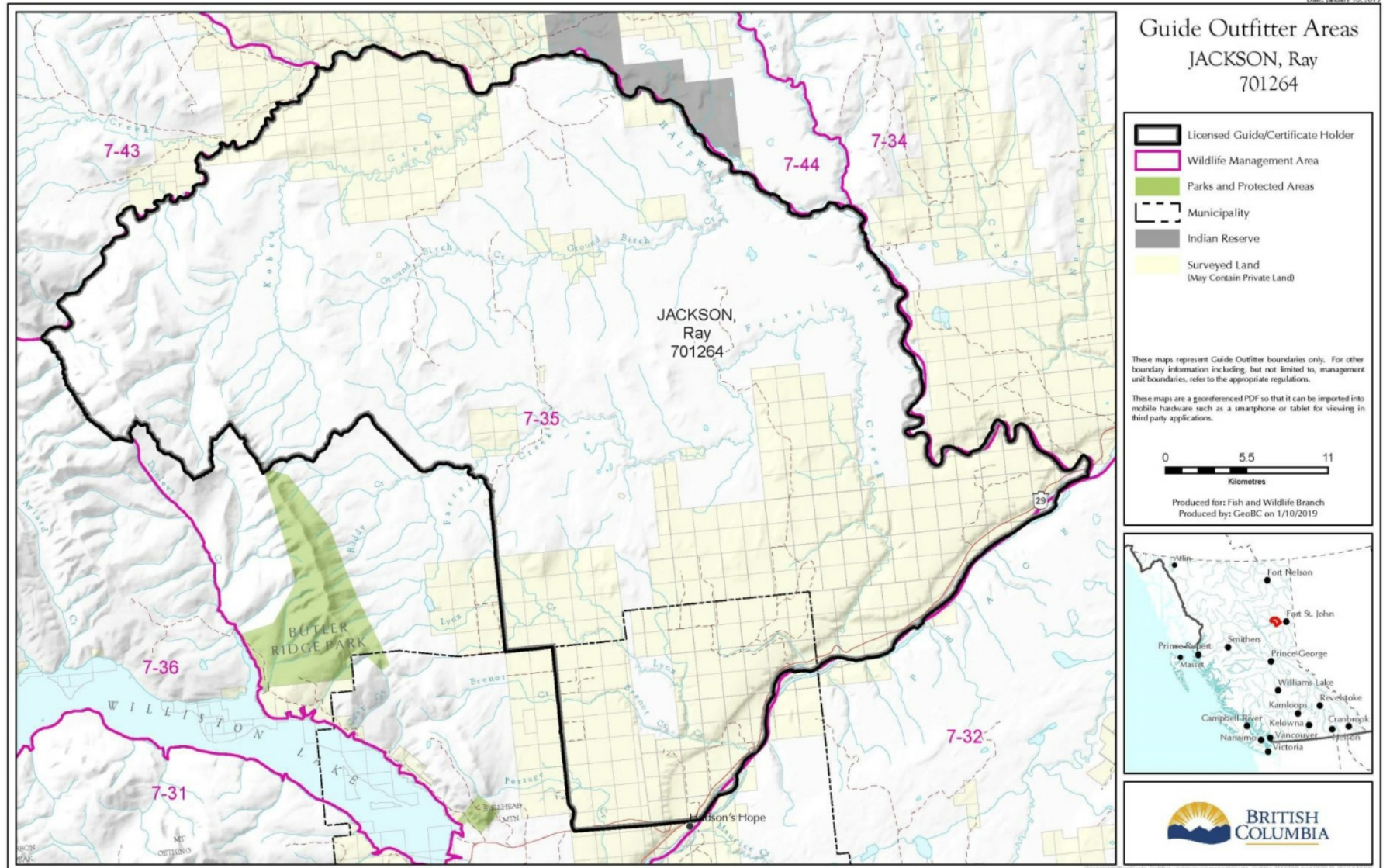
thence in a general northerly direction along the midline of the said unnamed stream to the point of intersection with the midline of Graham River;

thence in a general north easterly direction along midline of said Graham River to the point of intersection with the midline of Halfway River;

thence in a general southerly direction along the midline of Halfway River to the point of commencement and including all intervening territory except, and unless permission is granted, private land, Provincial and Federal parks and Indian Reserves

APPENDIX A GUIDING TERRITORY

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APPENDIX B ADVISORY

GUIDING TERRITORY CERTIFICATE 701264

GENERAL

- It is the holder's responsibility to be aware of all applicable laws and the limits of this certificate. For example,
 - Only a licenced guide may exercise the guiding privileges controlled by the holder.
 - This certificate does not authorize the use of land within a provincial park, conservancy or recreation area without a park use permit or the use of private land without the landowner's permission.
- If applicable, the holder is responsible for renewing his or her own certificate. The issuer is not obliged to send a reminder notice.

LEGISLATION

Here are some, but not all, relevant excerpts from the *Wildlife Act*:

Guiding territory certificate

59 (1) A regional manager may issue a guiding territory certificate to a person who, or to a group of persons each of whom,

- (a) [Repealed]
- (b) in the case of an individual, is 19 years of age or older, and
- (c) has the qualifications prescribed by regulation, if any.

(2) The director may specify the form of and conditions contained in a guiding territory certificate.

(3) Subject to a permit issued under section 70 (1) (b), a guiding territory certificate grants to the holder the exclusive control over guiding privileges in the area described in the certificate for the period stated in the certificate, which may not exceed 25 years.

(4) The issuance of a guiding territory certificate to more than one person creates a tenancy in common in the rights granted by the certificate.

(5) If a guiding territory certificate is issued to more than one person, the guiding territory certificate must

- (a) identify a person as the agent of the holders of the certificate and
- (b) specify the interest held in the certificate by each holder of the certificate.

(6) A regional manager may rely on information provided in an application or submission made by the agent identified in the guiding territory certificate as if that information were provided or that application or submission were made by all the holders of the certificate.

(7) A regional manager may, on application by the holder of the guiding territory certificate, issue a new guiding territory certificate for a period not exceeding 25 years if

- (a) [Repealed]
- (b) more than 3/5 of the period of a guiding territory certificate issued after this subsection comes into force has elapsed.

Non-use of guiding territory

59.1 (1) On application by the holder of a guiding territory certificate who does not intend to consent to guiding in a year in the guiding territory described in the guiding territory certificate, the regional manager may give permission for the temporary or partial discontinuance of the use of that guiding territory for guiding.

(2) If, in the opinion of the regional manager, there is no guiding in a year in a guiding territory described in a guiding territory certificate,

- (a) the regional manager may review the operation of the holder of the guiding territory certificate, and
- (b) after affording the holder an opportunity to be heard, the regional manager may suspend, cancel or refuse to renew the guiding territory certificate.

Transfers

62 (1) The following may not be transferred without the authorization of the regional manager:

- (a) the privileges conferred in a guide outfitter licence;
- (b) the privileges conferred in a portion of the guiding area described in a guide outfitter licence.

(2) The following may not be transferred except in accordance with and subject to the regulations:

- (a) the privileges conferred in a guide outfitter certificate;
- (b) the privileges conferred in a portion of the guiding territory held under a guiding territory certificate;
- (c) a guiding territory certificate or an interest in a guiding territory certificate.

(3) For greater certainty, none of the following constitutes a transfer for the purposes of subsection (2):

- (a) the granting of a security interest in a guiding territory certificate or in an interest in a guiding territory certificate by the holder of the certificate or interest;
- (b) the transmission of a privilege, certificate or interest referred to in subsection (2) (a), (b) or (c) to
 - (i) a trustee in bankruptcy of the holder of the privilege, certificate or interest, or
 - (ii) a personal representative of the holder of the privilege, certificate or interest, in the event of the holder's death.

Certificate or licence is part of estate

64 (1) An interest in a guiding territory certificate is part of the estate of the holder of that interest and, subject to section 62 (2), the heirs or administrators of a deceased holder may transfer, within 2 years of the holder's death, the holder's interest in the guiding territory certificate to a person who qualifies under section 59 (1).

(1.1) If an interest in a guiding territory certificate is not transferred in accordance with subsection (1) after the death of a holder, the deceased holder's interest in the guiding territory certificate is forfeited to the government.

(2) An angling guide licence, including any angler day quota attached to it, is part of the estate of the angling guide and, subject to the regulations, the heirs or administrators of a deceased angling guide may transfer, within 2 years after the angling guide's death, the privileges conferred by the angling guide licence and any angler day quota attached to it.

(3) If an annual fee for a guide outfitter licence or an angling guide licence becomes due in the interval between the death of the licence holder and the date of a transfer under this section, no annual fee is payable.

(4) If privileges conferred by a guide outfitter's certificate or an angling guide licence are not transferred in accordance with this section, the heirs or administrators must surrender the guide outfitter's certificate or the angling guide licence, as the case may be, to the regional manager.

No proprietary rights in wildlife

67 A guiding territory certificate or angling guide's licence does not

- (a) give the holder any proprietary rights in wildlife or fish, or
- (b) restrict the rights of a resident to hunt or fish.

Here are some, but not all, relevant excerpts from the Guiding Territory Certificate Regulation, made under **Wildlife Act**:

Transfer of certificate or interest

3 A person who holds a guiding territory certificate or an interest in a guiding territory certificate must not transfer any of the following without the authorization of a regional manager:

- (a) the privileges conferred in a guiding territory certificate;
- (b) the privileges conferred in a portion of the guiding territory held under a guiding territory certificate;
- (c) a guiding territory certificate or an interest in a guiding territory certificate.

Control of corporation

5 (1) A person, or a group of persons not dealing with each other at arm's length, has control of a corporation that holds an interest in a guiding territory certificate if the person or group holds shares in the corporation that, if exercised and considered in the aggregate, carry sufficient voting rights

- (a) to elect 50% or more of the effective directors of the corporation, or
- (b) to otherwise effectively control the operations and direction of the corporation.

(2) Subsection (1) applies whether the shares are held directly by the person or group or for the benefit of the person or group.

(3) Subsection (1) does not apply to shares held by way of security only.

Change to control of corporation

- 6 (1) For the purposes of this regulation, there is a change to the control of a corporation that holds an interest in a guiding territory certificate if any of the following circumstances apply:
- (a) the certificate holder amalgamates with another corporation;
 - (b) through one or more transactions, control of the certificate holder changes or is acquired or disposed of;
 - (c) through one or more transactions, control of a corporation having control of the certificate holder changes or is acquired or disposed of.
- (2) For greater certainty, none of the circumstances described in section 62 (3) of the Act constitutes a change to the control of a corporation that holds an interest in a guiding territory certificate for the purposes of subsection (1).

Must notify if change to control of corporation

- 7 (1) Within 30 days after a change to the control of a corporation that holds an interest in a guiding territory certificate, the corporation must do both of the following:
- (a) send to a regional manager a written notice setting out the details of the change;
 - (b) pay a reviewing fee of \$500.
- (2) A regional manager who receives a notice under subsection (1) may
- (a) request further information from the corporation, and
 - (b) include in the request the date by which that corporation must provide the information.
- (3) A corporation that receives a request under subsection (2) must comply with the request.

Actions of regional manager if notice of change to control

- 8 (1) If a regional manager receives a notice under section 7 [*must notify if change to control of corporation*], the regional manager may
- (a) give to the corporation written notice that hearing is required to determine whether that regional manager should take an action referred to in section 64.1 (1)(d)(iii) (A) or (B) of the Act, or
 - (b) take no further action.
- (2) A regional manager may give a notice referred to in subsection (1) (a) no later than 120 days after receiving notice under section 7.
- (3) Despite subsection (2), a regional manager may give notice under that subsection after the 120 day period has expired if, before expiry of the period,
- (a) the director approves, in writing, an extension, and
 - (b) written notice of the extension and the reasons for it are given to the corporation.

Actions of regional manager if belief of change to control

- 9 (1) If a regional manager has reason to believe that there may have been a change to the control of a corporation that holds interest in a guiding territory certificate, the regional manager may give to the corporation
- (a) written notice of the reasons for the regional manager's belief, and
 - (b) a request for further information, and include in the request the date by which that corporation must provide the information.
- (2) A corporation that receives a notice under subsection (1)(a) must comply with a request made under subsection (1)(b).
- (3) Section 8 [*actions of regional manager if notice of change to control*] applies as follows:
- (a) if the regional manager is satisfied that the corporation has complied with subsection (2) of this section, as if the information provided by the corporation under that subsection was a notice given under section 7 [*must notify if change to control of corporation*];
 - (b) if any other case, as if the notice given to the corporation by the regional manager under subsection (1)(a) of this section was the notice given by the corporation under section 7.

Hearing respecting change to control

- 10 (1) If a hearing is required under section 8 [*actions of regional manager if change to control*], the regional manager must include in the notice referred to in section 8 (1)(a) all of the following:
- (a) the manner and form of the hearing;
 - (b) the date by which, and the manner in which, the corporation must respond to the notice.
- (2) The regional manager is authorized to take any action referred to in section 64.1 (1)(d)(iii) (A) or (B) of the Act.
- (a) after a hearing, or

(b) after the date referred to in subsection (1)(b) of the section has passed, if the corporation fails to respond to the notice.

Offence

- 11** A person who contravenes section 7 (1) *[must notify if change to control of corporation]* commits an offence for the purposes of section 84 (1)(b)(ii) of the Act.

