



2019 ANNUAL REPORT



OUR VISION

We are dedicated to quality service, safety and environmental protection, and to building alliances that are based on fairness and mutual respect.

OUR MISSION

Build on the collective knowledge and strength of our Tłıchǫ citizens and communities to supply a range of quality, competitive services to government and industry; and to provide a challenging and rewarding cross-cultural work environment for our employees.

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LEADERSHIP



BOARD OF DIRECTORS



Morven MacPherson
Chairperson

Morven was appointed as Chairperson of the Tłjchq Investment Corporation (TIC) Board of Directors in February 2019.

Morven grew up in Edzo, NT and graduated high school in Yellowknife. In 2000, she completed a Bachelor of Management Degree with a double major in First Nations Governance and Marketing, from the University of Lethbridge. Since obtaining her degree, Morven held the roles of Economic Development Officer and Post Secondary Student Support Coordinator with the Tłjchq Government. She then returned to the University of Lethbridge to complete a Post-Degree Certificate in Human Resources and Labour Relations.

Morven was later employed by the Government of the Northwest Territories Department of the Executive as an Executive Assistant to a Minister for eight years and currently works as the Executive Assistant to the Speaker of the Legislative Assembly of the Northwest Territories.

Morven enjoys reading, gardening, volunteering and assisting those in need.



Joe Rabesca
Director

Joe was appointed to the TIC Board of Directors in February 2019.

Elder Joe Rabesca is a former Tłjchq region Grand Chief. Since 1992, Joe was a key contributor in the negotiation process for the formation of the Tłjchq Land Claims and Self-Government Agreement, which led to the creation of the Tłjchq Government. Over the years Joe has also been involved with many other boards and co-management tribunals. Joe has a wealth of knowledge in politics, negotiations and economic development.

Joe and his wife Helen Rabesca have been married for over 30 years, are proud parents and grandparents, and are currently living in their hometown of Behchokq. Since his younger years, he has maintained a strong interest in working for his people, spending time on the land, and practicing the Tłjchq traditional way of life; all knowledge and skills beneficial to TIC.



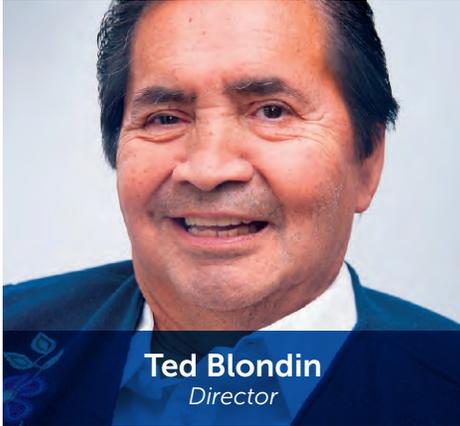
Charlie Jim Nitsiza
Director

Charlie Jim was appointed to the TIC Board of Directors in February 2019.

Elder Charlie Jim Nitsiza is a Tłjchq Citizen who was born and raised in Whati, NT. Since the 1970's, Charlie Jim worked in the forestry industry which provided him the opportunity to work closely with Chief Charlie Charlo and other Tłjchq elders and leaders, to navigate through negotiations on the Nishi Khon forestry contract with the GNWT. Charlie Jim was elected as the Chief of Whati for two nonconsecutive terms (1989-1990, 1998-2009) which also allowed him to work closely with other key community leaders, elders and negotiators to develop a plan to assist in forming policies for self-government and land claim agreements up until the year of 2009. Since then he has worked with several organizations including the Nishi Kohn Board, Fortune Minerals LTD and Tłjchq Government as a consultant, advisor and a board member over the years. His experiences and past roles provide him with a wealth of knowledge to bring to the Board.

Charlie Jim is a proud grandparent to his only grandson Chase and enjoys his time out on the Tłjchq land with friends and family, while still demonstrating himself as a leader in the Tłjchq Region.

BOARD OF DIRECTORS



Ted Blondin
Director

Ted was appointed to the TIC Board of Directors in February 2019.

Ted Blondin is a valuable member of the Tłjchq Region and has an extensive background in politics and business across the Northwest Territories. He studied Businesses Enterprise of Self-Governing Systems and Business Management at the University of Lethbridge in 1990. Early-on, Ted worked on the negotiation team as a Tłjchq Land Claim Manager, contributing to the creation of the Tłjchq Constitution, Self-Government, and Land Claim Rights. After the Tłjchq Land Claims and Self-Government Agreement came into effect, Ted became the Chairperson of the Tłjchq Community Services Agency (TCSA) as well as a board member, and later President, of the Behchokq Development Corporation. Ted brings years of experience and knowledge to TIC.

Ted is still dedicated to his passion of being a role model in the North and will continue communicating his vision for the younger generations to learn from, and follow.



Michael Templeton
Director

Michael was re-appointed to the TIC Board of Directors in February 2019.

Michael Templeton is a lawyer who has been practicing business and tax law for more than 30 years. He is a partner at McMillan LLP and is co-chair of the firm's Aboriginal tax group. Michael regularly provides strategic, tax and business advice to his clients on major transactions and everyday operational issues.

Over the past few years, Michael has assisted several First Nations in structuring and implementing the acquisition of major infrastructure projects, including hydroelectric power facilities and transmission lines. Michael has argued cases before all levels of court, including the Supreme Court of Canada.

Michael is an avid pilot who loves the outdoors and is always looking for excuses to go flying, camping or hiking.



Nick Mansell
Director

Nick was appointed to the TIC Board of Directors in February 2019.

Nick Mansell is a retired business consultant and business executive living in Peachland, BC who spent the last 20 years of his business career working for and providing support to indigenous businesses across Canada. As a business consultant since 2009, Nick provided business support to the Moose Cree First Nation of northern Ontario, in their partnership with Ontario Hydro, to build a multi-billion dollar hydro project in Moose Cree traditional territory, and to become a 25% owner of the project in their own right. Nick's role was also to work with a project team to maximize the amount of business and number of contracts that Moose Cree businesses were able to obtain on the hydro project during the six years of its construction.

Previous to that, from 2003 to 2009, Nick worked directly for the Tłjchq people as the Vice President and Chief Operating Officer of the Behchokq Development Corporation; a division of the TIC which grew to become one of the largest indigenous business corporations in the Canadian north.

Nick enjoys travelling and spending time with his children and 6 grandchildren and is looking forward to working with TIC to maximize the economic benefit to the Tłjchq people from the tremendous business opportunities on Tłjchq Traditional Lands.

ADMINISTRATION

The administrative staff of the Tłı̨chǝ Investment Corporation oversees operations and supports the Board of Directors.

Jasper Lamouelle PRESIDENT/CHIEF EXECUTIVE OFFICER

Mr. Lamouelle, in his role as President, provides the overall leadership necessary to achieve the Tłı̨chǝ Investment Corporation's vision, mission and goals. He reports directly to the Board of Directors. In January of 2017, Jasper assumed the role of Chief Executive Officer in addition to the President role, working in conjunction with the senior management team and providing oversight on the performance of the organization.

Mark Brajer CHIEF OPERATING OFFICER

Mr. Brajer is responsible for overseeing daily operations of the Tłı̨chǝ Investment Corporation and its subsidiary companies and joint ventures. Mark joined TIC in December 2017, and is a licensed engineer in NT, NU, BC and ON. He has over 25 years of experience working across North America managing many operations and functional areas. Mark reports to the CEO and the Board of Directors on a regular basis.

Zakar Hovhannisyan CHIEF FINANCIAL OFFICER

Mr. Hovhannisyan is responsible for ensuring the timely preparation and accuracy of all financial statement and all other financial reporting requirements. He provides advice on the financial impacts of proposed contracts and new ventures. He is required to report his findings to the Board of Directors on a regular basis.

Sarah Hunt DIRECTOR, HUMAN RESOURCES, TRAINING AND DEVELOPMENT

Ms. Hunt directs the functions and provides advice and support, related to all human resources needs for the Tłı̨chǝ Investment Corporation and its subsidiary companies.

Geoffrey P. Wiest LEGAL ADVISOR

Mr. Wiest was called to the bar in Saskatchewan in July 1995. He moved to Yellowknife, NT in April 1989 and became a member of the Law Society of the Northwest Territories shortly after his arrival. He has practised law in the Northwest Territories and Nunavut since that time. His practise areas include corporate-commercial law, commercial real estate, securities and Aboriginal law. He has served as a Director of the Canadian Bar Insurance Association and is currently a Director of the Canadian Lawyer Insurance Association.

MESSAGES



MESSAGES | CHAIRPERSON'S MESSAGE

“We have a number of new initiatives in place to help the organization become more efficient and effective.”



The Tłı̨ch̨o Investment Corporation (TIC) started 2019 off with an almost entirely new Board of Directors. Michael Templeton continued on as a Director from the previous Board. We appreciate his continuity and the wealth of knowledge that he brings to the team. The other new Directors also bring tremendous knowledge and experience with varied backgrounds from business, government, and Indigenous land claims

and self-government developments. Together this board will use its skills to assist the senior executive team wherever necessary.

As a new Board, we have been working hard and have been meeting regularly to learn about the corporation's history, strengths, weaknesses, opportunities, and threats. We have a number of new initiatives in place to help the organization become more efficient and effective. We have also created some committees so each team is able to deal with different aspects of the corporation. Directors decided where their strengths were and in which committees they were interested in participating.

We have been working closely with the Tłı̨ch̨o Government in ensuring that both organizations have the same vision for TIC. By working closely together and in partnership, we have much to accomplish for the shareholders; all Tłı̨ch̨o Citizens.

As Chair of the Tłı̨ch̨o Investment Corporation, I would like to thank our strong management team and our employees for the immense amount of work that they do. TIC would not exist without them and their motivation and persistence has brought the business to where it is today. I would also like to thank our industry partners, such as the diamond mines, for their ongoing support and trust in our longstanding relationships. Last but certainly not least, I would like to thank our shareholders, all Tłı̨ch̨o Citizens, for their ongoing support.

Mahsi cho

Morven MacPherson

Chairperson

MESSAGES | PRESIDENT AND CEO'S MESSAGE



I'm happy to report that we are well on our way to turning the corner for a better future for our businesses. This past year focused largely on our transportation division; which in the past few years has been struggling with the downturn in the Alberta economy and its oil and gas sector. Many months were spent dissecting and analysing our business, looking for the best possible ways to get on better financial footing with a cost reduction plan. High fixed costs,

in conjunction with being a seasonal operating business were additional factors that contributed to an unfavorable bottom line. Some of the fixed costs are pending termination; this portion of fixed costs came as a package of the original purchase deal in the past, which as it comes to an end, will certainly help with the overall expected financial projections in the years to come. For the most part, the largest portion of our transportation revenues are tied to the diamond industry and that requires it to have a huge amount of assets for a short period of time, making it very seasonal. Moving forward we plan to continue to diversify and find work outside of our busy season, so that we may have better asset utilization throughout the year.

In the short to medium term, the diamond mines are in a matured state and will continue to put pressure on our businesses as they prepare to close within the next 5-10 years. With this in mind, TIC has continued to look for work elsewhere to diversify and grow our footprint. One of these initiatives is Ni'Akinde, a national consortium of progressive first nations. Ni'Akinde has focused on building upon the strengths of its 3 founding partners of Des Nedhe, Mississaugas and the Tłjchq. Through many months of negotiations, Ni'Akinde has finally landed a master agreement with one of the largest contractors to the federal government, Brookfield Global Integrated Solutions. This agreement will provide partners an opportunity to deliver services in asset management and real property business. This opportunity is just one of many that Ni'Akinde is pursuing and we are hopeful that others will come to fruition soon.

"Connecting my citizens to the rest of the world" a quote from Whati Chief Alfonz Nitsiza, in reference to the Tłjchq All Season Road is a project that TIC is excited about. TIC's executive team has been in numerous discussions with all three bidding proponents throughout the past year to maximize Tłjchq involvement; through employment and business opportunities. There are many

expectations from the Tłjchq Government right down to our Tłjchq citizens in how we all want to be a part of this project and let me reassure you that Tłjchq Investment Corporation is on that same page. Recently, the winning proponent Kiewit and TIC, are in agreement to deliver on many of the achievable targets and commitments that have been proposed. But, Chief Alfonz's words are not just related to the All Season Road. A big part of my focus this past couple of years has been to promote the Tłjchq, and the successes of the Tłjchq to audiences Canada-wide and abroad. In comparing the Tłjchq to most of the other indigenous and first nations within Canada, we have much to be proud of.

We are hopeful that one day our remaining two isolated communities of Gamèti and Wekweèti will also be connected to the rest of the world, as we are seeing many challenges affect the north with the changes in climate. This past winter, while building the winter roads to the communities, we were operating in sub optimal conditions of -40 to -50 degrees Celsius. As most of us can imagine, these temperatures caused many challenges in terms of equipment availability and capabilities. As we were finishing the Wekweèti winter road portion, the temperatures were extremely warm and at +18 degrees Celsius the road was open for night travel only. Despite the efforts of a knowledgeable crew, and our resources, we are forced to remember that we have no control over Mother Nature and how the weather will be, only how we can prepare and operate. The plan for next year is to begin as early as possible; this must include further training for our crews in the isolated communities and a push for operational excellence. While understanding the unique and changing circumstances of our surrounding climate, this is what we will be continuously striving for.

In closing, the team at your Tłjchq Investment Corporation are working hard to improve finances, restore your faith in your investment, and look to the future for opportunities when the time comes that the NT diamond mines are no longer a viable business for its shareholders. It is imperative that we start now to look for other greater opportunities. These opportunities will not come looking for us; we must invest the time and effort to seek them out. And that is my mandate to you, market the Tłjchq on the world stage and grasp those opportunities available to us that make economic sense.

Mahsi cho

Jasper Lamouelle
President and CEO

MESSAGES | CHIEF OPERATING OFFICER'S MESSAGE

“ Collaboration, accountability, **1% improvement** EVERY DAY, attitude and executing with excellence are all ways to improve. ”



During the past fiscal year there have been many changes and growth opportunities for the Tłjchq Investment Corporation. Although the consolidated results are not where they were expected to be, there have been some strong improvements in many areas. There were positive performances this year, as well as some disappointing ones; however, the goal is to continue to make improvements across all the business units to create a continuous flow

of positive results. This process is well underway, and will continue in FY2020.

The Tłjchq All Season Road (TASR) had consumed a great deal of time over much of 2018 as we worked with the three proponents chosen to submit bids to the GNWT. The final bids were submitted throughout September 2018, the final proponent was selected/announced, and financial considerations were lifted in February 2019. Kiewit Construction won the bid and has set up a company called NorthStar Infrastructure which has an equity ownership share from the Tłjchq Government. TASR is a P3 Project (Public Private Partnership) which is a model for projects across Canada. It will get a significant amount of scrutiny and publicity. The project is set to begin construction in September 2019 and conclude in November 2021, followed by the operation and maintenance of the road which will continue for 25 more years and will provide some Tłjchq people with a great opportunity to have a lifetime of work on the road. This is an exciting project that we look forward to participating in.

The Land Transportation Business Unit had a much better year than previous, though the results are still far from what we are aiming for. The process of budgeting and forecasting has improved greatly over the past 18 months, and this will show in FY2020 as the results are realized. The implementation of TMW (transportation management software) across the business has also resulted in control and invoicing improvements. We began to implement a complete recovery plan with major changes just after the completion of the winter road season. This plan will simplify and turn the business towards a path of more positive results. These decisions involve reducing the fleet size, optimizing assets, relocating to a better and less costly business location, and growing the business nationally to provide for year-round business opportunities.

Tłjchq Construction has several projects lined up both this and next year in all the Tłjchq communities. They are in the process of building a new Gamèti Motel on the site of the previous motel which was torn down in the fall of 2018. It will be an exciting new addition to the community and we hope will help to attract many guests.

Renovations of buildings in Behchokq and the new government building construction in Wekweètì are also on the horizon.

Tłjchq Logistics (TCL) continues to progress steadily, as its financial results demonstrate. There have been some challenges this year which are addressed quickly to ensure continued success with client relationships. Next on the plan for TCL is finding new opportunities to grow the business; some of which will include work with the TASR project, and other local projects. The development of the recent TCL/62 Degrees North joint venture has shown to be an excellent move as it provides a much smoother and more accessible medical clearance process for prospective hires in the northern mining industry.

Building the winter road to the Tłjchq communities this past year was an extreme challenge due to weather conditions. Extreme cold in February followed by extreme warmth in March were factors in a constantly changing environment. The building and maintenance of the mine winter road by our DTR joint venture slightly more stable, yet still had its challenges due to the weather in March. We have commenced developing plans for improvement for the winter road 2020 projects.

Continuous improvement is a key to the progress of the business. The 10 keys to success are an important tool the staff can look at every day and use to help motivate and improve. Collaboration, accountability, **1% improvement** EVERY DAY, attitude and executing with excellence are all ways to improve.

I have been COO with TIC for the past 20 months, and I have learned a great deal about the culture, communities and, people, as well as the region, history and geography. I have been able to spend some time in the communities over the past year. Our retail stores, hotels and community projects are some of the most important operations that TIC has, so they require as much attention as can be provided. We have plans to meet that commitment throughout this year.

I look forward to a very positive and productive Fiscal 2020 with many encouraging opportunities in front of the business. There are prospects that are being reviewed for future business expansion and diversification to ensure continued growth. The future can be very bright for TIC; with good decisions, due diligence, and alignment to ensure success. It will not be easy, though we are all working to make it happen.

Mark Brajer, MBA, P.Eng
Chief Operating Officer

MESSAGES | CHIEF FINANCIAL OFFICER'S MESSAGE

“ The Management team continues to strengthen human resources capacity and enhance the accounting/management systems to meet the challenges that we face. ”



The 2019 Fiscal year was quite challenging in many respects and these challenges are reflected in disappointing financial results. The Tłjchq Investment Corporation (TIC) reported a loss from last years operations despite the changes that management had implemented. The Management team continues to strengthen human resources capacity and enhance the accounting/management systems to meet the challenges that we face. We have also invested time into performing a full review of our financial

processes to become more efficient and effective; this included moving towards the use of only one accounting software package throughout our group of companies.

Financial Overview

Similar to the previous fiscal year, TIC operated with losses in the 2019 fiscal year mainly due to losses in the Transportation Business Unit. The main profitable business units were site services & labour management services, construction services, property management, mine support services, and contracting services. Community-based operations operated at a break even, and the transportation business unit and infrastructure construction division operated with losses. We need to continue work on these areas to make them profitable. We continue our commitment to the growth and development of our finance department personnel.

Retail operations: Our finance team has put in significant effort and resources to achieve more accurate financial reporting and to improve the operating results. Last fiscal year, we implemented a new point of sales (POS) system and in the 2019 fiscal year we were able to use the system to make better operational decisions. The POS system also enables us to continue with the reporting requirements of the Nutrition North food subsidy program that allows us to lower retail items' selling prices significantly. Overall, the retail operations performance has been turned around and operated with a small profit. We continue working to provide the best service possible in the communities, and most importantly, to establish a product resale cost that is comparative with the selling prices in Yellowknife.

Construction operations: We successfully finalized some large projects (6-bay garage in Behchokq, renovation of the Frank Channel bridge), and multiple small projects with the NWT Housing Corporation.

Contracting and Road Construction: As in the past, the contracting and road construction activities are seasonal and operated with a profit. We will continue to improve processes and procedures on the Winter Road operations to improve profitability.

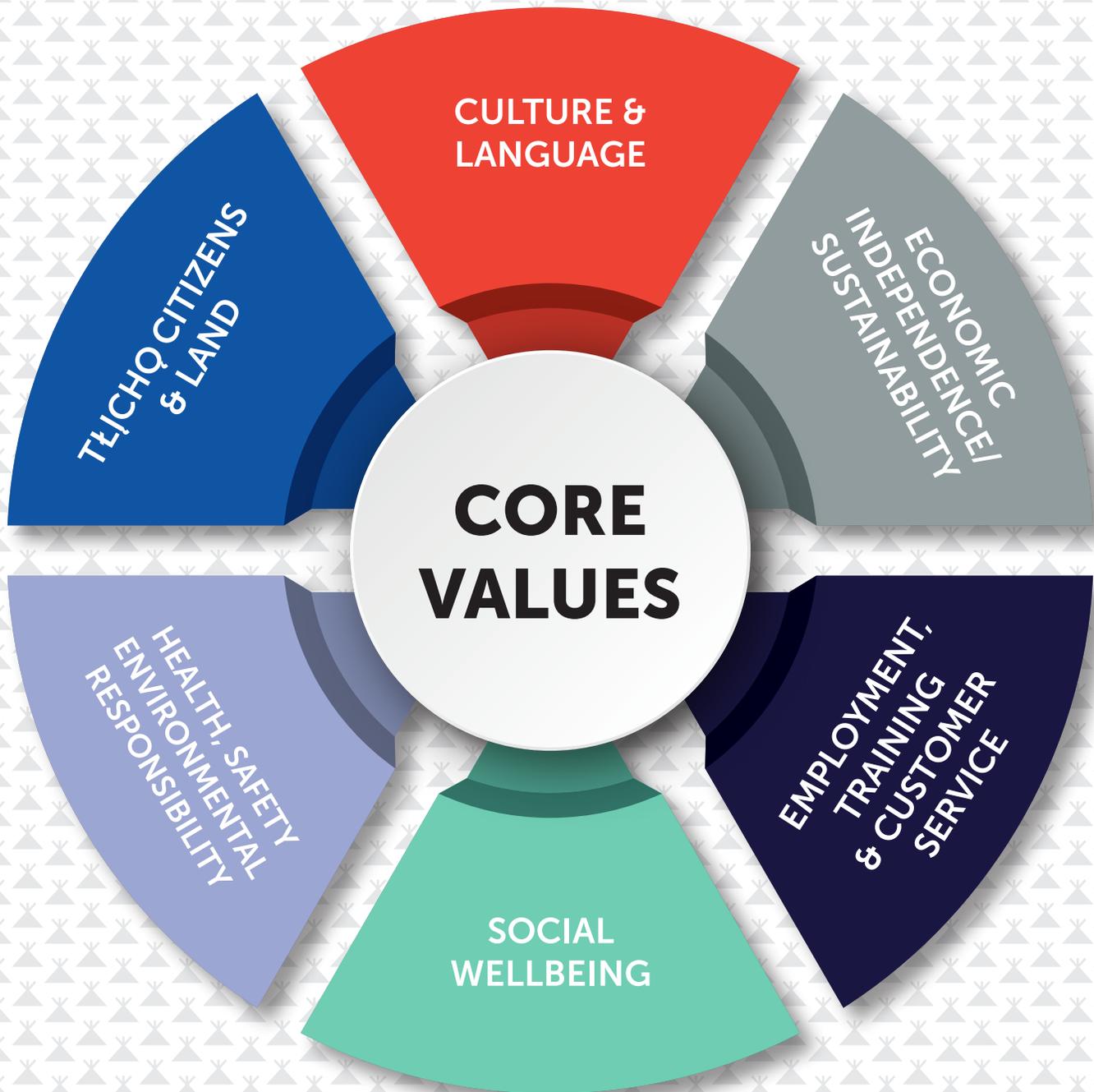
Mine support services and management services: This segment operated with a profit again this year. We successfully hired staff to meet our client's needs, which resulted in increased profitability as compared to last fiscal year.

Utility services: This division operated with smaller profit this year. The Utility services division is a contract with the Northwest Territories Energy Corporation that will expire in 2027. The equity rate of return is controlled by the Public Utility Board. The Dogrib Power Corporation's profit is highly depended on the established rate of return. Management, along with the finance department team members are seeking possible ways to negotiate with the Northwest Territories Energy Corporation to increase profitability.

Transportation: This was a year of real challenges for the Transportation Business Unit. We continue to perform market research to bring more revenue sources and business opportunities to the unit and are working on reviewing and revising some of the current contracts in place that have resulted in a loss of profitability.

Property management: Like in the past, this business unit operated with a profit. This includes real estate located in Behchokq, motel operations in Whati and Wekweèti, and a bed and breakfast in Whati. In conclusion, the 2019 fiscal year was a challenging year that required intensive financial reporting to the management team, the creditors, and the various government agencies. The finance department continues to review and develop new processes and procedures to support the management team and to improve the overall financial and operational performance of our businesses.

Zakar Hovhannisyan, M.Sc., CPA, CGA
Chief Financial Officer



HEALTH, SAFETY & ENVIRONMENT



HEALTHY, SAFETY AND ENVIRONMENT

“ Winning at safety is like winning in sports. It’s not the effort of one person, but the focus and determination of the entire team working towards a common goal. You have to get out and give it your best, every single day ”

The Health, Safety & Environmental Division of the Tłı̨chq Investment Corporation is dedicated and works towards continuous improvement to enhance our safety culture to protect our most valuable asset, **our employees**, and to be the employer of choice to all stakeholders. This year we have accomplished Safety COR Audits, developed a group of companies reporting structure, created a safety management system, continue to support and assist Management with safety initiatives for bid processes, and ensure all companies are compliant with all safety acts and legislation. Representing such a diverse group of companies has its challenges but with a team of dedicated Management and Employees our goals and objectives are becoming a reality.

Companies	Total 2017/18	Total 2018/19
First Aid Cases	18	6
Treatment Medical Cases	28	19
Restricted Work cases	9	10
Lost Time Incidents	6	7
Equipment	17	13
Property	9	2
Environmental	6	5
Non-Conformance	48	60
Near miss	6	7
Fatalities	0	0
Total Incidents	147	129
Total Hours	817,545.6	923,464.4
Number Employees	393.1	444.0
LTIFR (200000 Hrs)	1.47	1.52
LTIIR (On 50 Employees)	0.76	0.79

COR CERTIFIED TŁĮCHQ COMPANIES:

Tłı̨chq Investment Corp, Tłı̨chq Logistics, Tłı̨chq Construction, Tłı̨chq Engineering & Environmental Services, Tłı̨chq Landtran Transport, Tłı̨chq Road Constructors, Ventures West Transport

TRAINING COMPLETED 2018/19

August 29, 2018 – Traffic Control Person Training

Location: Behchokò

Certified: (6) Tłı̨chq Construction Behchokò Employees

Feb. 13, 2019 – Respirator Fit Testing Training

Location: Behchokò

Certified: (13) Tłı̨chq Construction Behchokò Employees

Jan. 8, 2019 – NT Supervisors Course

Location: Ft Saskatchewan

Certified: (5) Ventures West Edmonton Employees

Feb. 13, 2019 – WHIMS Course

Location: Yellowknife

Certified: (7) Tłı̨chq Landtran Transport Yellowknife Employees

Feb. 22, 2019 – WHIMS Course

Location: Yellowknife



EMPLOYMENT



EMPLOYMENT

“ Over the last fiscal year, we recruited for and filled/onboarded approximately 500 positions. ”

As always, one of the most important and fulfilling functions of the TIC Human Resources department is facilitating the employment of personnel by leading the process of recruitment and hiring of experienced, knowledgeable, skilled, team-oriented and safety-conscious employees to fulfill our diverse business unit personnel needs. Over the last fiscal year, we recruited for and filled/onboarded approximately 500 positions (including lease-operator drivers for our transportation unit).

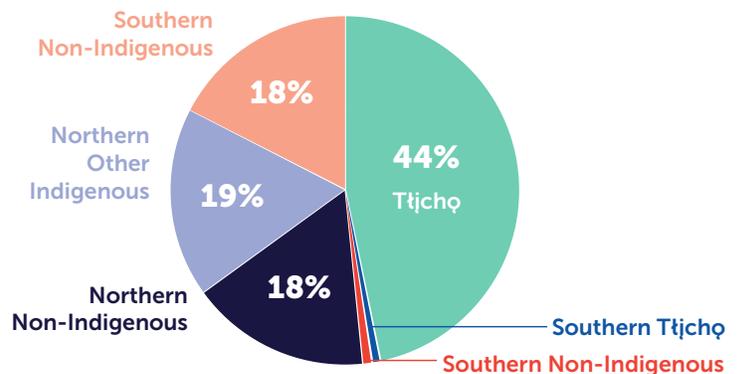
With the support and involvement of the management team and leaders, and because of the HR team’s dedication, efficiency and hard work, the overall 2019 Winter Road operations (personnel-wise) was quite successful and at near-full capacity. This success was also facilitated through the implementation of our new Human Resources Information System (HRIS), Bamboo, which has significantly improved the overall efficiency of the recruitment and onboarding process. We continue to demonstrate our commitment towards Tłı̄chǰ and Indigenous employment participation throughout our northern business units, as is illustrated in our Tłı̄chǰ/Indigenous employment numbers being currently just under 64%.



The amalgamation of the northern/southern Human Resources departments has certainly opened opportunities to share experiences, increase knowledge on federal Human Resources legislation, and streamline processes and policies. In the new fiscal year, we will continue to work on policy/process review and leveraging the knowledge and skills of all members of the department.

Our focus for the upcoming fiscal year is to further expand and maximize our use of Bamboo throughout all business units, extend employee eligibility of our company benefits program to some employee groups who historically had not been eligible to participate, roll out a revised Performance Management Program, work on initiatives to enhance employee morale and retention, and continue to work closely with stakeholders, government organizations, partners and clients, to identify training and development opportunities for our staff and management.

EMPLOYMENT BREAKDOWN



10 KEYS TO SUCCESS



10 KEYS TO SUCCESS

Get 1% Better EVERY DAY

Attitude is everything!

SQARC

Safety Quality Appearance Reliability Cost

COMMUNICATION

Internal and External is critical

Deliver on the goals
and objectives daily

ACCOUNTABILITY

Expected from everyone

Sense of urgency from the entire team

COLLABORATION

Let's build a strong TEAM!

Integrated Business Planning

Execute with excellence!

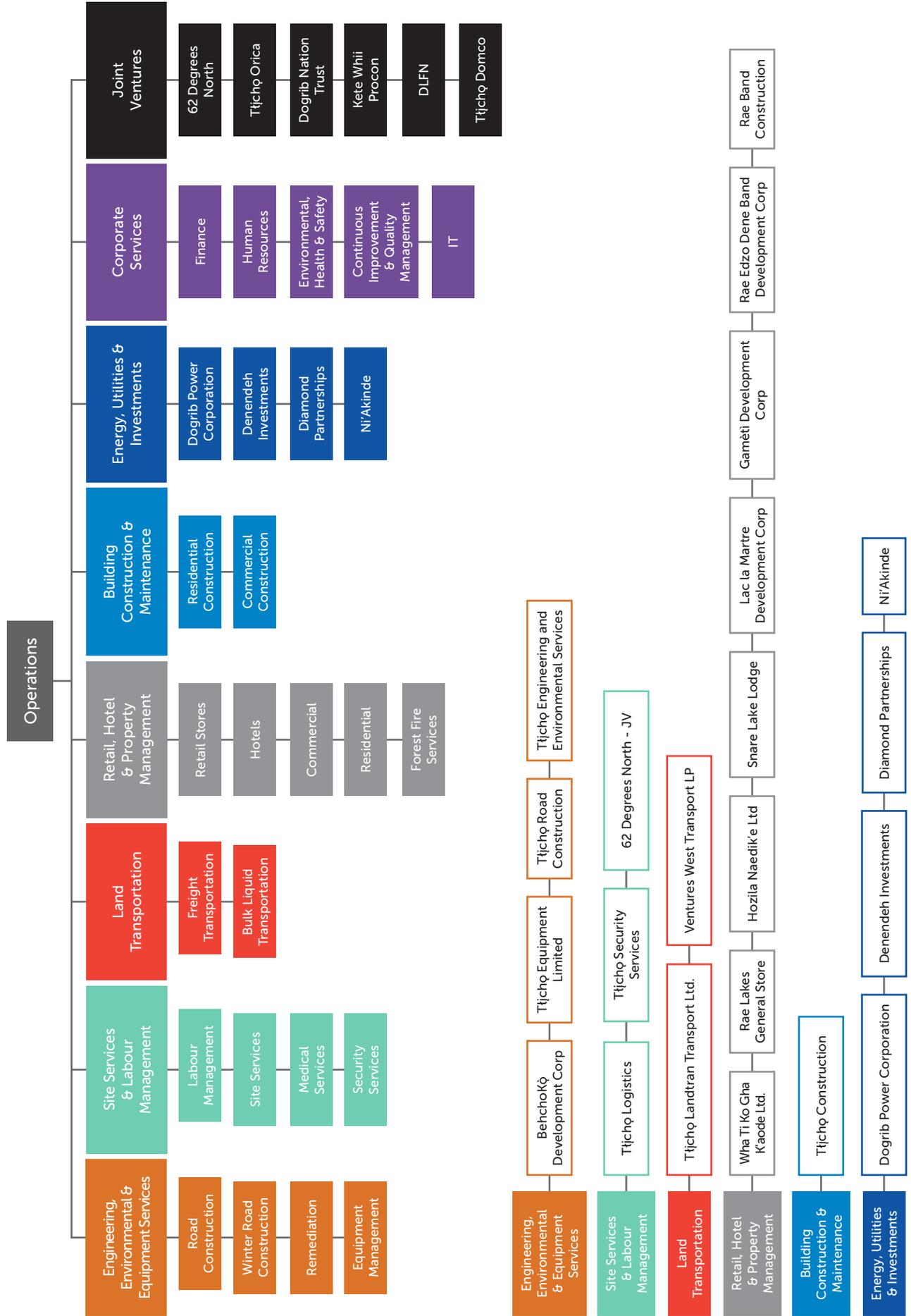


CORPORATION



CORPORATE STRUCTURE

In 2019, TIC restructured the organization to focus our efforts on the core competencies of the organization.



CORPORATION PROFILES

“Our major focus will be on winter road and the Tłjchq All Season Road support.”

ENGINEERING, ENVIRONMENTAL AND EQUIPMENT

WINTER ROAD CONSTRUCTION - TŁJCHQ ENGINEERING & ENVIRONMENTAL SERVICES LTD. (TEES)

2019 was a challenging year for winter road construction, with our winter road construction team facing adversity from difficult weather conditions, and its impact on ice conditions and our equipment fleet. Despite these challenges, a number of milestones were achieved for TIC. More Tłjcho, were hired locally to self-perform road construction than in any other year in recent memory. In addition to the employment milestone, more of the winter road has been self-performed by TIC, than has been constructed in the past. Towards our collective goal of improving employment, and empowerment of the Tłjcho, communities through economic development, the 2019 winter road was very successful.

The equipment plan for the 2020 winter road will remain similar to 2019, and we are planning in advance to mitigate possible issues by rebuilding key pieces of equipment during the summer of 2019. Additionally, we will be working with community government of Wekweèti to support local employment, earlier construction starts, and ultimately an earlier opening date.

TŁJCHQ EQUIPMENT LTD (TEL)

Tłjchq Equipment Ltd. was created in 2018 and is a novel idea to improve the management of Tłjchq Investment Corporation assets. In 2018 we moved the mobile equipment assets of TIC into TEL, introduced a preventative maintenance plan, and brought on an Asset Manager to ensure that the equipment we own is kept in good condition. The centralized management of assets has also better allowed us to improve the lifespan of our units, and track the costs of ownership, and utilization to inform decisions for the future of the business. TEL now rents equipment for civil construction projects, winter road construction, mining and remediation activities.

The plan for 2019/2020 is to reduce our collective ownership costs, selling underutilized units, and to begin acquiring and replacing aging equipment with use to our construction, mining and transportation business units. Our major focus will be on winter road and the Tłjchq All Season Road support.



CORPORATION PROFILES

“With just the start of 20 Fuel Handlers we have grown to a flourishing company with over 200 full-time personnel and increases to 350 seasonally.”

TŁJCHQ LOGISTICS (TCL)

Tłjchq Logistics started in 1999 by the vision of the Tłjchq elders who wanted to open the doors for the citizens of the Tłjchq by opening employment opportunities in the Diamond Mine industry. With just the start of 20 Fuel Handlers we have grown to a flourishing company with over 200 full-time personnel and increases to 350 seasonally.

TCL successfully holds one of the largest and longest running contracts at the Diavik Diamond Mine. Our partnership with Rio Tinto has grown over the years and it strengthens daily. Our A21 project, including the supply of operators, blasters & drillers, has grown since the start and is expected to grow even further which opens more employment opportunities for our company and the Tłjchq.

In 2018, TCL entered into a joint venture with 62 Degrees Medical. There was a gap in Yellowknife where government and Industry were unable to have medical and drug & alcohol testing completed, so we joined together and took the opportunity and created a clinic which is capable now today to fulfill all the needs of each and every company that requires their personnel to get medical clearances to work at the Diamond Mines and other work locations. The decision to partner has been a complete success, the business is thriving and it grows on a daily basis. One profession that is always needed is healthcare.

TCL's next adventure will be the upcoming Tłjchq All Season Road. The build of this road will require all types of manpower which we will be turning to the Tłjchq to fill as much as possible. The project is expected to start on or around October 2019 and as a company we will be updating all 4 Tłjchq communities in how they will fit in and assist in building this road to Whati. There are exciting times we can look forward to for the future of our Tłjchq.

DOMINION DIAMOND

Tłjchq	3	30%
Aboriginal	2	20%
Northern	2	20%
Southern	3	30%

ORICA

Tłjchq	5	100%
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DDMI-SURGE

Northern	4	100%
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DDMI A21

Tłjchq	13	15%
Aboriginal	28	33%
Northern	18	21%
Southern	25	30%

DDMI EVERGREEN

Tłjchq	30	32%
Aboriginal	13	14%
Northern	21	22%
Southern	31	33%

ALL PROJECTS

Tłjchq	51	26%
Aboriginal	43	22%
Northern	45	23%
Southern	59	30%

CORPORATION PROFILES

VENTURES WEST LP

The winter road 2019 transportation was very successful, despite warm weather during the last few days of the season which caused delays in completing the season. Financially, this was another struggling year, mainly due to running a seasonal business with a large number of assets that are stationary for much of the year. This is a very expensive endeavor.

There have been too many assets for the overall business to make money effectively, and controls have been lacking to ensure expenses match with the amount of work for the assets. Change in this area has occurred early in Fiscal 2020, to help ensure a recovery is achieved.

Much of this year has been spent developing the business recovery plan which significantly changes the outlook of the business as well as its strategic direction. It is critical that this plan be executed with excellence, to get the company to a profitable position. There have been years of challenges that has led the business to this point, and it has taken some time and difficult decisions to begin to see the light, though it is there. The outlook for fiscal 2020 is positive.

2019 ACCOMPLISHMENTS:

- Successful fuel deliveries through winter road 2019
- Initiation of business in northern Alberta which is leading to potential expansion of services
- Implementing of TMW across the fuel business to improve financial reporting and billing
- Organizing of financial department to work in collaboration and coordination with the TIC corporate office

2020 GOALS:

- Implement recovery plan to save money and diversify business
- Outsource maintenance
- Optimize assets

TŁJCHQ LAND TRANSPORT

The Tłjchq Land Transportation business had a successful year delivering cement through the winter road 2019, as well as beginning a national freight program designed to continue to move product across the entire year. TCLT is a non-asset-based entity which is meant to move transportation using rentals and lease operators for flexibility. This new plan has worked well and continues to provide service to large companies across western Canada. These initiatives will continue to allow the business to operate year-round and smooth the winter spikes that have been in place over the past few years. Business development with the new customers that has been initiated will continue into FY2020.

2019 ACCOMPLISHMENTS:

- Successful cement deliveries through winter road 2019
- Business development increases throughout fiscal 2019 for national freight service
- Reduction and control of assets used to manage costs

2020 GOALS:

- Continue to develop the national freight business
- Manage revenue through improved relationships and business diversity
- Continue to build new business with ability to fulfill accordingly



CORPORATION PROFILES



TŁJCHQ CONSTRUCTION (TCC)

Tłjchq Construction was incorporated in 2006 to provide residential and commercial construction services in the Tłjchq region. Some of our recent projects include a new 6 bay garage in the community of Behchokq along with numerous NWT Housing Corporation projects. TCC has also ventured outside the Tłjchq region and was recently awarded the construction of two modular duplexes in the village of Fort Simpson NWT. TCC also recently successfully completed two remediation projects at the Colomac and Rayrock sites for the Federal Government.

2019 ACCOMPLISHMENTS:

- Completed Behchokq 6 bay garage
- Began work in Hay River and Fort Simpson for placement of manufactured buildings
- Successfully bid on several major projects for 2020 and 2021

2020 GOALS:

- Successfully bid on projects for 2021
- Complete Behchokq Sportsplex renovations
- Complete a majority of Gameti Motel construction

COMMUNITY OPERATIONS

Retail operations include the three general stores in Whati, Wekweeti and Gameti which also provide the post office and some banking services. The stores have joined the Nutrition North subsidy which helps subsidize the cost of shipping healthy foods via air to isolated communities.

Our community operations also provides accommodations through the new Whati Motel, Snare Lake lodge and Behchokq Motel. With the demolition of the Gameti Motel in December, 2018 we plan on starting construction on a new motel in Gameti in the summer of 2019.

We are also responsible for the fuel dispensing through the GNWT Petroleum Products Division in Wekweeti, Whati and Gameti.

Tłjchq Learning and Development Center (TLDC) was established in January of 2012 as a result of the merger of Nishi Khon Freeway Inc and Nishi Khon Forestry. TLDC provides forestry crews in Behchokq, Gameti, Whati and Wekweeti.

2019 ACCOMPLISHMENTS:

- Whati Motel opened and operational
- Improve computer and communications in all community operations
- Stabilize HR issues as they arose

2020 GOALS:

- Implement cash management improvements
- Introduce benefits across retail and hotel staff
- Amalgamate stores to reduce audit requirements

CORPORATION PROFILES

Tłjchq Investment Corporation has a diverse portfolio, including wholly-owned companies and joint ventures. Each profile shows the percentage of the company that is owned by Tłjchq Investment Corporation and its partners.

WEKWEÈTÌ DEVELOPMENT CORP. LTD. (WDC)

100%

WDC provides management support to its subsidiaries – DLFN Holdings, Hozila Naedik'e and 5352 NWT Ltd. It provides fuel dispensing services in Wekweèti, operates an airport shuttle and freight handling service, and holds the Northlands Utilities service contract. WDC was initially incorporated December 9, 1992, as Snare Lake Development Corporation.

100% Tłjchq Investment Corporation

Contact: Jim Golchert, Director - Community Operations and Construction

HOZILA NAEDIK'E LTD.

100%

This company operates as a general store, and offers post office and some banking services. It was incorporated back in June 28, 1983.

100% Tłjchq Investment Corporation

Contact: Jim Golchert, Director - Community Operations and Construction

5352 NWT LTD. (OPERATING AS SNARE LAKE LODGE)

100%

5352 NWT Ltd operates as Snare Lake Lodge (SLL), providing accommodations and meal services to visitors to Wekweèti. All preferred shares are held by NWT Business Development and Investment Corporation, and common shares are owned by Wekweèti Development Corporation. Opportunities include acquiring the preferred shares from NWT Business Development and Investment Corporation. The company has been operating since 1994 and was incorporated back in February 12, 2004.

100% Tłjchq Investment Corporation

Contact: Jim Golchert, Director - Community Operations and Construction

DLFN HOLDINGS LTD.

100%

DLFN provides commercial and residential construction services and property management in Wekweèti. In partnership with Tłjchq Domco Inc., it provides camp housekeeping and catering services to DDEC. It was incorporated August 1, 1997.

100% Tłjchq Investment Corporation

Contact: Jim Golchert, Director - Community Operations and Construction

CORPORATION PROFILES

WHA TÌ KO GHA K'AODE LTD.

100%

This company operates as Whatì Community Store (WCS), the only grocery store in Whatì, and offers services of a general store, some banking functions and the community post office. The store currently has one unit available for B&B services. It was incorporated December 19, 2000.

Contact: *Joseph Zoe-Martin, Retail Operations Coordinator*

100% Tłjchq Investment Corporation

LAC LA MARTRE DEVELOPMENT CORP. LTD.(LLMDC)

100%

LLMDC provides commercial and residential construction services and maintenance in Whatì, Gamèti, and Wekweèti. It also provides fuel dispensing services, heavy equipment rentals, winter road construction, and maintains a portfolio of commercial and residential property rentals. In addition, it provides some B&B services. It was incorporated January 24, 1991.

Contact: *George Nitsiza, Community Operations*

100% Tłjchq Investment Corporation

GAMÈTÌ DEVELOPMENT CORP. LTD. (GDC)

100%

GDC also provides fuel dispensing services and operates the local bottle depot. Upon construction of the new Gamèti Motel (commencing in the summer of 2019), GDC will soon once again provide accommodation and food services. It was incorporated July 29, 1987.

Contact: *Jim Golchert, Director - Community Operations and Construction*

100% Tłjchq Investment Corporation

RAE LAKES GENERAL STORE LTD. (RLGS)

100%

RLGS operates as the only general store in Gamèti. It also provides some financial services and operates the local post office. RLGS is the longest operating Tłjchq business. Operations began in 1968 under the ownership of Arny Steinwand and became a GNWT project in 1972. The store was incorporated by the GNWT's BDIC on October 14, 1992 and sold to the Tłjchq Investment Corporation on July 11, 2010.

Contact: *Joseph Zoe-Martin, Retail Operations Coordinator*

100% Tłjchq Investment Corporation

RAE-EDZO DENE BAND DEVELOPMENT CORP. (REDBDC)

100%

REDBDC owns and rents commercial property. It was incorporated in 1979 and currently manages the following buildings: Mary Adele Bishop Health Centre, Nursing Residence, Nishi Khon complex, Charlie Charlo Centre, Trappers Hideaway Restaurant, Tłjchq Motel and the Northern Store.

Contact: *Jim Golchert, Director - Community Operations and Construction*

100% Tłjchq Investment Corporation

CORPORATION PROFILES

TŁJCHQ CONSTRUCTION LTD. (TCC)

TCC was incorporated in April 2006, to provide commercial and residential construction services in the Tłjchq region. Recent projects include Sportsplex in Behchokq and hotel in Whati. Current projects include the six-bay garage in Behchokq and residential building movement in Hay River.

Contact: *Jim Golchert, Director - Community Operations and Construction*

100%

100% Tłjchq Investment Corporation

RAE BAND CONSTRUCTION LTD.

Rae Band Construction provides residential and commercial leased properties in the Tłjchq region. Buildings include: three six-plex apartment buildings (Behchokq), six single dwelling residential units (Behchokq) and Tłjchq Government Building office (Behchokq).

Contact: *Jim Golchert, Director - Community Operations and Construction*

100%

100% Tłjchq Investment Corporation

TŁJCHQ LOGISTICS INC. (TCL)

TCL was formed as a partnership in 1999 between the now Tłjchq Investment Corporation and Atco Frontec. TCL was incorporated to provide site services and maintenance coverage as an evergreen contractor for Diavik Diamond Mine. Currently, the company has grown to over 250 employees and works at three mines:

- Diavik Diamond Mine, NT
- Dominion Diamond's Ekati Diamond Mine, NT
- De Beers Gahcho Kue Mine, NT

TCL's operations have grown to include services in civil, electrical and mechanical construction, maintenance services, bulk cement supply and transportation, site/mine services, care and maintenance services, and bulk fuel supply and transportation in partnership with Ventures West. Atco Frontec was bought out in 2005, leaving TCL a wholly-owned Tłjchq company.

Contact: *Betty-Anne Nickerson, Director - Site Services & Labour Management*

100%

100% Tłjchq Investment Corporation

CORPORATION PROFILES

BEHCHO KÒ DEVELOPMENT CORP.

Behchokò Ko Development Corporation owns Tłìchq Logistics, Tłìchq Construction, Tłìchq Road Constructors and Rae Band Construction. It also participates in a joint venture with Tłìchq Orica Blasting Ltd., which is a supplier of explosive management systems, products and related services to support the growing requirements of surface and underground mining, exploration, quarrying, pipeline and construction industries.

Contact: Mark Brajer, Chief Operating Officer

100%

100% Tłìchq Investment Corporation

TŁÌCHQ ENGINEERING AND ENVIRONMENTAL SERVICES LTD. (TEES)

TEES began operations in 2009 and is under the ownership of Tłìchq Investment Corporation. TEES offers services in the engineering and environmental fields but is specifically geared towards federal contaminated site remediation projects. TEES most recently completed the Tłìchq region clean-up projects with Indian and Northern Affairs Canada and Public Works Government Services Canada.

Contact: Ron Pankratz, Director - Engineering, Environment, Equipment

100%

100% Tłìchq Investment Corporation

DOGRIB POWER CORP.

The Tłìchq established the first 100% Aboriginal-owned hydroelectric development in Canada with the development of Snare-Cascades Project. The agreement with the NWT Power Corporation was to construct, own and lease back for 65 years a 4.3 MW hydroelectric facility on the Snare River. The financing will be paid off in full by 2024 and the revenue will continue until 2056.

Contact: Mark Brajer, Chief Operating Officer

100%

100% Tłìchq Investment Corporation

TŁÌCHQ ROAD CONSTRUCTORS LTD. (TCRC)

TCRC provides winter road construction to the Tłìchq communities of Whatì, Gamèti, and Wekweèti. TCRC has recently signed a three year extension to the contract with the GNWT Department of Infrastructure, and will continue to construct the road with its present alignment until after the Tłìchq All Season Road is complete. In 2019 the winter roads were constructed with the participation of Lac La Martre Development Corporation, and the Community Government of Wekweèti.

Contact: Ron Pankratz, Director – Engineering, Environment, Equipment

100%

100% Behchokò Development Corporation

CORPORATION PROFILES

ABORIGINAL ENGINEERING LTD. (AEL)



100% Tłjchq Investment Corporation

AEL is the wholly owned subsidiary of Tłjchq Investment Corporation responsible for asset management. AEL owns 150+ pieces of equipment ranging from light vehicles, generators, crushers to heavy civil equipment. We run a centralized preventative maintenance program designed to provide a depth and range of equipment for a variety of projects from ice road construction to commercial construction, and major mining and remediation civil projects. AEL operates both out of the community of Behchokq, NT and Yellowknife, NT.

Contact: Ron Pankratz, Director – Engineering, Environment, Equipment

TŁJCHQ LEARNING AND DEVELOPMENT CENTRE (TLDC)



100% Tłjchq Investment Corporation

TLDC was created in January 2012, resulting from the merger of Nishi-Khon Forestry Services and Nishi-Khon Freeway Inc. It provides community fire fighting services, specialized training and development services to Tłjchq citizens.

Contact: Jim Golchert, Director - Community Operations and Construction

TŁJCHQ AIR INC.



52% Tłjchq Investment Corporation
48% Air Tindi

Tłjchq Air Inc. is a joint venture with Air Tindi Ltd., providing aircraft transportation and training opportunities within and near the Tłjchq region. Tłjchq Air is majority owned by the Tłjchq Investment Corporation, with Air Tindi as the managing partner.

Contact: Mark Brajer, Chief Operating Officer

TŁJCHQ ORICA BLASTING SERVICES INC.



51% Behchokq Development Corporation
49% Orica Mining Services

This company supplies explosive management services, products and related services for surface and underground mining, exploration, quarrying, pipeline and construction industries. Currently Tłjchq Orica Blasting Services Inc. has a contract with De Beers Canada and Gahcho Kue Mine site.

Contact: Mark Brajer, Chief Operating Officer

CORPORATION PROFILES

DTR FIRST NATIONS CONSTRUCTION LTD.

DTR First Nations Construction Ltd. is a joint venture between RTL Construction, Denesoline Corporation and Tłı̨ch̨o Investment Corporation, for the provision of winter road construction services for the Joint Venture Management Committee (JVMC) construction the Tibbitt to Contwoyto Winter Road to the diamond mines.

Contact: Mark Brajer, Chief Operating Officer



33% Tłı̨ch̨o Investment Corporation
33% RTL
33% Denesoline Corporation

KETE WHII LTD.

Kete Whii was established to provide heavy equipment supply, human resources and training for multi-year ore hauling contract with Ekati Diamonds Inc. Partners in this venture include the Det'on Cho Corporation and Denesoline Corporation. The ore hauling contract is now complete. Kete Whii's two joint venture companies, Kete Whii/Procon and Kete Whii/Ledcor, also provided underground tunnelling services and process plant construction.

Contact: Mark Brajer, Chief Operating Officer



50% Tłı̨ch̨o Investment Corporation
25% Det'on Cho Corporation
25% Denesoline Corporation

DIAMOND INTERNATIONAL CANADA (DICAN) LTD.

The group was formed to develop a point of transfer for diamond-related knowledge and expertise. DICAN holds a five-year Canadian Government diamond valuation contract to value DDC diamond production for the federal government. The Aboriginal Diamond Group (ADG) is partnered with Diamonds International Canada (DICAN), which provides diamond valuation for operating diamond mines in Canada (Ekati, Diavik, Snap Lake and Victor). Ownership of the Aboriginal Diamonds Group is shared equally among Det'on Cho Corporation, Tłı̨ch̨o Investment Corporation and Kitikmeot Corporation.

Contact: Mark Brajer, Chief Operating Officer



17% Tłı̨ch̨o Investment Corporation
49% WWW International Diamond Corporation
17% Det'on Cho Corporation
17% Denesoline Corporation

6224 NWT LTD. (OPERATING AS LAC LA MARTRE ADVENTURES)

6224 operates as Lac La Martre Adventures, running the old fishing lodge on Lac La Martre. TIC owns 40% while the remaining ownership is split between David Thompson and Greg Dussome. It was incorporated March 8, 2010.

Contact: Greg Dussome, Camp Manager



40% Tłı̨ch̨o Investment Corporation
30% David Thompson
30% Greg Dussome

TŁĮCH̨O LOGISTICS - 62 DEGREES NORTH

62 Degrees North recently joint ventured in September 2018 with Tłı̨ch̨o Logistics and together opened a pre-employment medical testing clinic in Yellowknife to provide employment medical services to the mining industry including Diavik Diamond Mine, Ekati Mine, Gahcho Kue and TMAC Hope Bay Mines.

Contact: Matt Vincent, President/Chief Operating Officer, 62 Degrees North



51% Tłı̨ch̨o Logistics
49% 62 Degrees North

2019 HIGHLIGHTS



2019 HIGHLIGHTS



Cement Haul from Alberta to Mines – **17,600 BAGS**

160M
LITRES
Fuel Haul to mines



Improved Diamond Mine **Winter Road safety record**



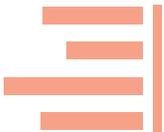
TASR Road **Bidding Process**



TMW implementation – **one billing process** across transportation unit



Bamboo HRIS implementation - **improve** recruiting and efficiency and **reduce** paperwork



Stabilize financial reporting - one system across all businesses



Understand expenses and implement new controls



Winter Road **construction** to communities



Winter Road construction to diamond mines with DTR



Diavik A21 labour supply **successful**



Implement corporate services across Finance, Human Resources, Safety and IT



Performance Management at Senior Management level

2020 INITIATIVES



2020 INITIATIVES



BUSINESS DEVELOPMENT

- TASR Road Construction begins
- Reduce reliance on mines for revenue through diversification
- Develop partnerships to provide improved project support
- Prepare for major remediation projects
- Expand national freight business
- Diversify through Ni'Akinde projects



PROCESS IMPROVEMENTS

- TMW optimization to improve efficiency and reduce costs
- Bamboo optimization to improve payroll and recruitment efficiency
- Safety reporting system to improve communication and action plans
- Upgrade TIC IT Servers
- Implement corporate scorecard and improve reporting
- Implement Continuous Improvement corporate service



FINANCIAL

- Alternative energy research for communities
- Complete construction projects - Behchokò and Gamètì
- Business amalgamation - simplification of reporting
- Transportation Business Unit Recovery Plan
- Achieve a positive profit and cash flow



EMPLOYEES

- Introduce benefits to community operations
- E-Logging to improve trucking efficiencies and meet requirements
- Implement performance review across all team members
- Develop succession plans

TŁJCHQ COMMUNITIES

- Tłjchq Communities
- NWT Communities
- Tłjchq Lands
- Wek'èezhì Boundary
- Ezqzìtì

