



PROOF OF CLAIM RELATING TO NELSON FINANCIAL GROUP LTD.
(hereinafter referred to as "Nelson")

Please read carefully the enclosed Instruction Letter for completing this Proof of Claim.

A. PARTICULARS OF CREDITOR:

- 1. Full Legal Name of Creditor: (the "Creditor")
2. Full Mailing Address of the Creditor
3. Telephone Number:
4. E-Mail Address:
5. Facsimile Number:
6. Attention (Contact Person)
7. Has the Claim been sold or assigned by the Creditor to another party [check (v) one]?
Yes: No:

B. PARTICULARS OF ASSIGNEE(S) (IF ANY):

- 8. Full Legal Name of Assignee(s):
9. Full Mailing Address of Assignee(s):
10. Telephone Number of Assignee(s):
11. E-Mail Address:
12. Facsimile Number:
13. Attention (Contact Person):

C. PROOF OF CLAIM:

- I, of [name of Creditor or Representative of the Creditor], [city and province] do hereby certify that I [check (v) all that apply]
a. am the Creditor of Nelson;
am the Creditor of the Directors;
am (state position or title) of (name of Creditor)
b. that I have knowledge of all the circumstances connected with the Claim referred to below;
c. the Creditor asserts its claim against [check (v) one or both, as applicable]:
Nelson Director(s)
d. Nelson/the Director(s) was/were and still is/are indebted to the Creditor as follows:

Claim arising on or prior to March 23, 2010: \$
Interim Period Claim:
Total Claim: \$
(Claims in a foreign currency are to be converted to Canadian Dollars at the Bank of Canada noon spot rate as at March 23, 2010. The Canadian Dollar/U.S. Dollar rate of exchange on that date was CDN \$1.00/US\$0.9825)

D. NATURE OF CLAIM:

(check (v) one and complete appropriate category)
A. UNSECURED CLAIM OF \$

That in respect of this debt, I do not hold any security and (Check (v) appropriate description)



Regarding the amount of \$ _____, I do not claim a right to a priority.
 Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Bankruptcy and Insolvency Act (Canada) or would claim such a priority if this Proof of Claim were being filed in accordance with that Act.
 (Set out on an attached sheet details to support priority claim.)

B. SECURED CLAIM OF \$ _____
 That in respect of this debt, I hold security valued at \$ _____, particulars of which are as follows: (Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

E. PARTICULARS OF CLAIM:

Other than as already set out herein the particulars of the undersigned's total Claim are attached.
 (Provide all particulars of the Claim and supporting documentation, including amount, description of transaction(s) or agreement(s) giving rise to the Claim, name of any guarantor which has guaranteed the Claim, and amount of invoices, particulars of all credits, discounts, etc. claimed, description of the security, if any, granted by Nelson or any Director to the Creditor and estimated value of such security, and particulars of any interim period claim.)

This Proof of Claim must be received by the Monitor by no later than 4:00 p.m. (Eastern Daylight Time) on September 15, 2010 (the "Claims Bar Date"), by prepaid ordinary mail, courier, personal delivery or electronic or digital transmission at the following address:

A. John Page & Associates Inc. Court-Appointed Monitor of Nelson. 100 Richmond Street West, Suite 447 Toronto, Ontario, M5H 3K6 Canada	Attention: Colleen Delaney Telephone: (416) 364-4894 E-mail: nelson@ajohnpage.com Fax: (416) 364-4869
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F. FILING OF PROOF OF CLAIM:

Failure to file your Proof of Claim by the Claims Bar Date will result in your Claim being barred and forever extinguished and in you being prevented from making or enforcing a Claim against Nelson and/or the Directors. In addition, you shall not be entitled to further notice in, and shall not be entitled to participate as a creditor in, these proceedings (other than a Recorded Noteholding as set out in Section G below).

G. RECORDED NOTEHOLDINGS:

If your Claim on account of your promissory notes has already been recorded by a Notice of Noteholder Claim delivered to you by the Monitor (the "Recorded Noteholding"), and if you agree with the Recorded Noteholding, then you do not need to file a Proof of Claim on account of such Claim. If you file a Proof of Claim on account of such Claim, then the Recorded Noteholding will cease to have any effect.

If you disagree with the Recorded Noteholding in any respect, then you must complete and file a Proof of Claim with the Monitor by no later than the Claims Bar Date.

H. EXCLUDED CLAIMS:

The following are Excluded Claims and no person needs to file any Proof of Claim in respect thereof at this time: (i) claims secured by any of the "Charges", as defined in the Initial Order made in these proceedings on March 23, 2010, (ii) any claim against a Director which cannot be compromised due to the provisions of subsection 5.1(2) of the CCAA, (iii) claims for interest accruing on a Claim after March 23, 2010, (iv) claims secured by any of the "Charges" subsequently incorporated by means of an amendment or variation of the Initial Order, and (v) claims on account of preferred shares issued by Nelson (which must be asserted pursuant to a Proof of Shareholding form that can be obtained on the Monitor's website www.ajohnpage.com/html/files.html or by contacting the Monitor).

Dated at _____ this _____ day of _____, 2010.

 Signature of Witness

 Signature of Creditor