

## FORM 45-106F6

### *British Columbia Report of Exempt Distribution*

This is the form required under section 6.1 of National Instrument 45-106 for a report of exempt distribution.

#### **Issuer/underwriter information**

##### **Item 1: Issuer/underwriter name and contact information**

A. State the following:

- the full name of the issuer of the security distributed. Include the former name of the issuer if its name has changed since this report was last filed;
- the issuer's website address; and
- the address, telephone number and e-mail address of the issuer's head office.

Name of Issuer:	<b>Teck Resources Limited (the "Issuer")</b>
Website Address:	<b>www.teck.com</b>
Head Office Address:	<b>Suite 3300, Bentall 5 550 Burrard Street Vancouver, British Columbia V6C 0B3</b>
Telephone Number:	<b>604-699-4000</b>
E-mail Address:	<b>info@teck.com</b>

B. If an underwriter is completing this report, state the following:

- the full name of the underwriter;
- the underwriter's website address; and
- the address, telephone number and e-mail address of the underwriter's head office.

Name of Underwriter:	<b>N/A</b>
Website Address:	<b>N/A</b>
Address:	<b>N/A</b>
Telephone Number:	<b>N/A</b>
E-mail Address:	<b>N/A</b>

**Item 2: Reporting issuer status**

A. State whether the issuer is or is not a reporting issuer and, if reporting, each of the jurisdictions in which it is reporting.

**The Issuer is a reporting issuer in all of the provinces and territories of Canada.**

B. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, name the investment fund manager and state the jurisdiction(s) where it is registered.

N/A

**Item 3: Issuer's industry**

Indicate the industry of the issuer by checking the appropriate box below.

- |   |  |
|---|--|
| <input type="checkbox"/> Bio-tech                       | <input type="checkbox"/> Mining                  |
| <input type="checkbox"/> Financial Services             | <input type="checkbox"/> exploration/development |
| <input type="checkbox"/> investment companies and funds | <input checked="" type="checkbox"/> production   |
| <input type="checkbox"/> mortgage investment companies  | <input type="checkbox"/> Oil and gas             |
| <input type="checkbox"/> Forestry                       | <input type="checkbox"/> Real estate             |
| <input type="checkbox"/> Hi-tech                        | <input type="checkbox"/> Utilities               |
| <input type="checkbox"/> Industrial                     | <input type="checkbox"/> Other (describe) _____  |

**Item 4: Insiders and promoters of non-reporting issuers**

If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.

If the issuer is not a reporting issuer in any jurisdiction of Canada, complete the following table by providing information about each insider and promoter of the issuer. If the insider or promoter is not an individual, complete the table for directors and officers of the insider or promoter.

Information about insiders and promoters			
Full name, municipality and country of principal residence	All positions held (e.g., director, officer, promoter and/or holder of more than 10% of voting securities)	Number and type of securities of the issuer beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution	Total price paid for all securities beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution (Canadian \$)
N/A			

## Details of distribution

### Item 5: Distribution date

State the distribution date. If the report is being filed for securities distributed on more than one distribution date, state all distribution dates.

**June 7, 2016**

### Item 6: Number and type of securities

For each security distributed:

- (a) describe the type of security;

**Senior unsecured notes.**

- (b) state the total number of securities distributed. If the security is convertible or exchangeable, describe the type of underlying security, the terms of exercise or conversion and any expiry date; and

**US\$1,250,000,000 aggregate principal amount of senior unsecured notes issued in two separate series as follows:**

**US\$650,000,000 8.000% senior unsecured notes due 2021 (the “2021 Notes”); and**

**US\$600,000,000 8.500% senior unsecured notes due 2024 (the “2024 Notes” and together with the 2021 Notes, the “Notes”).**

- (c) if the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, state the exemption(s) relied on. If more than one exemption is relied on, state the amount raised using each exemption.

**N/A**

### Item 7: Geographical information about purchasers

Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table information about securities issued as payment of commissions or finder’s fees disclosed under item 9 of this report. The information provided in this table must reconcile with the information provided in item 8 and Schedules I and II.

Each Canadian and foreign jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$) <sup>(1)(3)</sup>
Ontario	14	See Note 2	\$63,305,550
United States & International	205	See Note 2	\$1,535,319,450

Each Canadian and foreign jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$) <sup>(1)(3)</sup>
Total number of Purchasers	219		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$1,598,625,000

Notes

1. Based on US\$1.00 = Cdn\$1.2789, being the noon exchange rate provided by the Bank of Canada for the US dollar expressed in Canadian dollars on June 7, 2016.
2. The 2021 Notes and the 2024 Notes were sold at a price equal to 100% of the aggregate principal amount of the respective Notes.
3. The Issuer issued Notes in the aggregate principal amount of US\$1,250,000,000. In connection with the offering of the Notes, the initial purchasers engaged in overallotment, stabilizing transactions and syndicate covering transactions as described on page 136 of the Issuer's offering memorandum dated May 26, 2016. In connection with the offering there was an overallotment of the Notes by the initial purchasers of US\$39,400,000. The Issuer did not receive any proceeds from the Notes sold pursuant to the overallotment.

## Item 8: Information about purchasers

### Instructions

- A. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.
- B. Information about the purchasers of securities under the distribution is required to be disclosed in different tables in this report. Complete
  - the following table for each purchaser that is not an individual, and
  - the tables in Schedules I and II of this report for each purchaser who is an individual.

Do not include in the tables information about securities issued as payment of commissions or finder's fees disclosed under item 9 of this report.

- C. An issuer or underwriter completing this table in connection with a distribution using the exemption in subparagraph 6.1(1)(j) [*TSX Venture Exchange offering*] of National Instrument 45-106 *Prospectus and Registration Exemptions* may choose to replace the information in the first column with the total number of purchasers, whether individuals or not, by jurisdiction. If the issuer or underwriter chooses to do so, then the issuer or underwriter is not required to complete the second column or the tables in Schedules I and II.

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
ABP INVESTMENTS US INC OUDE LINDESTRAAT 70 HEERLEN 6411 EJ NETHERLANDS HEANING, SEAN TEL: 00 31 45 579 60 70		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
ADVENT CAPITAL MANAGEMENT LLC 1271 AVENUE OF THE AMERICAS NEW YORK, NEW YORK 10020 UNITED STATES STEWART, BILLY TEL: +1 212-482-1600		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
AEGON USA INVESTMENT MANAGEMENT 4333 EDGEWOOD RD NE CEDAR RAPIDS, IOWA 524995338 UNITED STATES BAKKER, KEVIN TEL: +1 877-234-6862		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
AESIR CREDIT MASTER FUND, LTD OGIER FIDUCIARY SERVICES (CAYMAN) LTD GRAND CAYMAN KY1-9007 CAYMAN ISLANDS MORRIS, MIKE TEL: +1 345 949 9876		\$3,197,250.00 2021 Notes  \$3,197,250.00 2024 Notes	\$3,197,250.00  \$3,197,250.00	NI 45-106 s. 2.3	2016-06-07
AETNA INCORPORATED 151 FARMINGTON AVE HARTFORD, CONNECTICUT 061560001 UNITED STATES PETERSEN, ALAN TEL: +1 800-872-3862		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
AIG GLOBAL INVESTMENT CORP CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES MORRISSEY, JEN TEL: +1(416) 596-4168		\$3,836,700.00 2021 Notes	\$3,836,700.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
ALLIANCEBERNSTEIN LP 1345 AVENUE OF THE AMERICAS NEW YORK, NEW YORK 10105 UNITED STATES MAITIN, ADAM TEL: +1(212)969-1337		\$3,836,700.00 2021 Notes  \$3,836,700.00 2024 Notes	\$3,836,700.00  \$3,836,700.00	NI 45-106 s. 2.3	2016-06-07
ALLIANZ GLOBAL INVESTORS SINGAPORE LIMITED 12 MARINA VIEW SINGAPORE 018961 SINGAPORE OBERTO, DAVID TEL: +65 6438-0828		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
ALLSTATE INSURANCE COMPANY 2775 SANDERS ROAD NORTHBROOK, ILLINOIS 600626127 UNITED STATES LUTZ, MARVIN TEL: +1 847-402-5175		\$2,557,800.00 2021 Notes  \$3,836,700.00 2024 Notes	\$2,557,800.00  \$3,836,700.00	NI 45-106 s. 2.3	2016-06-07
AMERICAN CENTURY INVESTMENT MANAGEMENT INC 4500 MAIN STREET KANSAS CITY, MISSOURI 64111 UNITED STATES FLEISCHMAN, GAVIN TEL: +1 (816)340-7105		\$1,278,900.00 2024 Notes	\$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
ANANDAR CAPITAL MANAGEMENT LP 2711 CENTERVILLE RD WILMINGTON, DELAWARE 19808 UNITED STATES CAMBRIA, MATTHEW TEL: +1 212-901-3400		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
ANCHORAGE CAPITAL PARTNERS LP 650 MADISON AVE, NEW YORK, NEW YORK 10022 UNITED STATES KNOPMAN, MATT TEL: +1 212-432-4600		\$19,183,500.00 2021 Notes  \$19,183,500.00 2024 Notes	\$19,183,500.00  \$19,183,500.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
ANGEL OAK CAPITAL PARTNERS LLC 3060 PEACHTREE RD. NW ATLANTA, GEORGIA 30305 UNITED STATES MCBURNETTE, COLIN TEL: +1 855-751-4324		\$319,725.00 2024 Notes	\$319,725.00	NI 45-106 s. 2.3	2016-06-07
APOLLO ADVISORY COMPANY 9 W 57TH ST STE 4100 NEW YORK, NEW YORK 100192701 UNITED STATES EPSTEIN, RACHEL TEL: +1 212-515-3200		\$12,789,000.00 2021 Notes  \$15,986,250.00 2024 Notes	\$12,789,000.00  \$15,986,250.00	NI 45-106 s. 2.3	2016-06-07
APPALOOSA MANAGEMENT LIMITED PARTNERSHIP 26 MAIN STREET CHATHAM, NEW JERSEY 07928 UNITED STATES GOLDMAN, STEVE TEL: +1 973-701-7000		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
AQR CAPITAL MANAGEMENT, LLC 2 GREENWICH PLAZA GREENWICH, CONNECTICUT 06830 UNITED STATES RAUSEO, KEVIN TEL: +1 (203)742-3605		\$1,406,790.00 2024 Notes	\$1,406,790.00	NI 45-106 s. 2.3	2016-06-07
ARENA CAPITAL ADVISORS LLC 12121 WILSHIRE BLVD, SUITE 1010 LOS ANGELES, CALIFORNIA 90025 UNITED STATES SAGI, JEREMY TEL: +1 203-742-3605		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
ARES MANAGEMENT LP 2000 AVENUE OF THE STARS LOS ANGELES, CALIFORNIA 90067 UNITED STATES LLOYD, ANDREA TEL: +1 (310)201-4131		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
ARISTEIA CAPITAL LLC 1140 AVENUE OF THE AMERICAS 11TH FLOOR NEW YORK, NEW YORK 10036 UNITED STATES ULLOA, MANNY TEL: +1 212-842-8900		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
ARROWGRASS CAPITAL PARTNERS LLP 45 MARKET STREET GRAND CAYMAN KY1-1104 CAYMAN ISLANDS GORE, JAAKOB TEL: +1212-584-1161		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
ARTESIAN CAPITAL MANAGEMENT (DELAWARE) LP 770 BROADWAY LEVEL 2 NEW YORK, NEW YORK 10003 UNITED STATES TAN, KURT TEL: +1 646-495-6018		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
ASSURANT INC 28 LIBERTY ST FL 41 NEW YORK, NEW YORK 100051449 UNITED STATES KOENING, PAUL TEL: +1 212-859-7000		\$1,918,350.00 2021 Notes	\$1,918,350.00	NI 45-106 s. 2.3	2016-06-07
ASTON HILL FINANCIAL LTD. 220 BAY STREET TORONTO, ON M5J 2W4 CANADA LI, JESSICA TEL: +1416 362-5597		\$639,450.00 2021 Notes	\$639,450.00	NI 45-106 s. 2.3	2016-06-07
AVENUE CAPITAL MANAGEMENT LLC 850 NEW BURTON ROAD SUITE 201 DOVER, DELAWARE 19904 UNITED STATES MONACO, DAVE TEL: +1 212-878-3500		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07



Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
BABSON CAPITAL MANAGEMENT LLC 1500 MAIN STREET SPRINGFIELD, MASSACHUSETTS 01115 UNITED STATES ASTONE, MIKE TEL: +1 (617)225-3800	R	\$5,115,600.00 2021 Notes  \$5,115,600.00 2024 Notes	\$5,115,600.00  \$5,115,600.00	NI 45-106 s. 2.3	2016-06-07
BALYASNY ASSET MANAGEMENT LP 181 W MADISON ST STE 3600 CHICAGO, ILLINOIS 606024641 UNITED STATES SCHINDERLE, BRIAN TEL: +1 (212)808-2369		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
BARROW HANLEY MEWHINNEY & STRAUSS INC 2711 CENTERVILLE RD WILMINGTON, DELAWARE 19808 UNITED STATES LUCHSINGER, MARK TEL: +1 (214) 665-1900		\$639,450.00 2021 Notes	\$639,450.00	NI 45-106 s. 2.3	2016-06-07
BEACH POINT ADVISORS LLC 2711 CENTERVILLE RD STE 400 WILMINGTON, DELAWARE 198081645 UNITED STATES SEAY, DAVID TEL: +1 646-822-0090		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
BENEFIT STREET PARTNERS LLC THE CORPORATION TRUST COMPANY WILMINGTON, DELAWARE 19801 UNITED STATES DANFORD, SCOTT TEL: +1 (212)588-6712		\$12,789,000.00 2021 Notes  \$12,789,000.00 2024 Notes	\$12,789,000.00  \$12,789,000.00	NI 45-106 s. 2.3	2016-06-07
BLACKROCK FINANCIAL MANAGEMENT INC. 55 E 52ND ST NEW YORK, NEW YORK 100550002 UNITED STATES PEREZ, MICHAEL TEL: +1 (212)810-3423	R	\$76,734,000.00 2021 Notes  \$76,734,000.00 2024 Notes	\$76,734,000.00  \$76,734,000.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
BLUE MOUNTAIN CAPITAL MANAGEMENT LLC 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES HADLEY, JAMES TEL: +1 212-905-3900		\$7,673,400.00 2021 Notes  \$7,673,400.00 2024 Notes	\$7,673,400.00  \$7,673,400.00	NI 45-106 s. 2.3	2016-06-07
BLUEBAY ASSET MANAGEMENT PLC 77 GROSVENOR STREET LONDON W1K 3JR UNITED KINGDOM LEARY, TIM TEL: +44 20 7389 3347		\$8,952,300.00 2021 Notes	\$8,952,300.00	NI 45-106 s. 2.3	2016-06-07
BLUEFIN TRADING LLC 3RD PARK AVENUE, 37TH FLOOR NEW YORK, NEW YORK 10016 UNITED STATES ROSENBAUM, PAUL TEL: +1 212-457-9150		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
BRADFORD & MARZEC INC 333 SOUTH HOPE STREET LOS ANGELES, CALIFORNIA 90071 UNITED STATES HEITKEMPER, JOHN TEL: +1 213-687-9170		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
BRANDYWINE GLOBAL INVESTMENT MANAGEMENT LLC 2929 ARCH STREET PHILADELPHIA, PENNSYLVANIA 19104 UNITED STATES LATINI, RENATO TEL: +1 (215)609-3500		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
BRIGADE CAPITAL MANAGEMENT, LLC 399 PARK AVE FL 16 NEW YORK, NEW YORK 100224415 UNITED STATES WALKER, MICHAEL TEL: +1 (212)745-9719		\$5,115,600.00 2021 Notes  \$5,115,600.00 2024 Notes	\$5,115,600.00  \$5,115,600.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
BROWNSTONE INVESTMENT GROUP LLC 505 5TH AVE FL 10 NEW YORK, NEW YORK 100174921 UNITED STATES STEVENS, ROBERT TEL: +1 212-905-0525		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM 100 WATERFRONT PLACE WEST SACRAMENTO, CALIFORNIA 95605 UNITED STATES YI, DARIN TEL: +1 916-414-2200		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
CANYON CAPITAL 615 S. DUPONT HWY DOVER, DELAWARE 19901 UNITED STATES REID, SAM TEL: +1 310-272-1500		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
CAPITAL RESEARCH AND MANAGEMENT COMPANY 333 SOUTH HOPE STREET LOS ANGELES, CALIFORNIA 900711406 UNITED STATES PAYNE, GLEN TEL: +1 213- 615-0514		\$31,972,500.00 2021 Notes  \$31,972,500.00 2024 Notes	\$31,972,500.00  \$31,972,500.00	NI 45-106 s. 2.3	2016-06-07
CARVAL LLC 9320 EXCELSIOR BLVD 7 FLOOR HOPKINS, MINNESOTA 553433444 UNITED STATES ZAMITH, FABIO TEL: +1 952-984-3774		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
CATAPULT PARTNERS LTD 666 5TH AVE FRNT 8 NEW YORK, NEW YORK 101030001 UNITED STATES BAILEY, SCOTT TEL: +1212 841-4100		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
CAXTON ASSOCIATES LP 731 ALEXANDER ROAD PRINCETON, NEW JERSEY 08540 UNITED STATES SHERRY, GEOFF TEL: +1 (212)418-8324		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
CAXTON GROUP PRINCETON PLAZA, BUILDING 2 PRINCETON, NEW JERSEY 08540 UNITED STATES BURGER, EUGENE TEL: +1 212 593 7700		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
CEDAR LANE CAPITAL, LLC 55 REGENT ST BERGENFIELD, NEW JERSEY 076213908 UNITED STATES DOFT, HAROLD TEL: +1 631-770-0640		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
CEDARVIEW CAPITAL MANAGEMENT LP 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES WEINSTEIN, BURTON TEL: +1 212-375-6000		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
CENTERBRIDGE PARTNERS, L.P. 375 PARK AVE FL 12 NEW YORK, NEW YORK 101521300 UNITED STATES GRISSINGER, RICHARD TEL: +1 (212)672-5000		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
CERBERUS CAPITAL MANAGEMENT LP CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES ROBINSON, NICK TEL: +1 212-891-2100		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
CHATHAM ASSET MANAGEMENT LLC 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES O'MALLEY, KEVIN TEL: +1 973-701-2495		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
CI INVESTMENT INCORPORATED 2 QUEEN STREET EAST TORONTO, ON M5C 3G7 CANADA MARSHALL, GEOFF TEL: +1 416-364-1145	R	\$12,789,000.00 2021 Notes  \$12,789,000.00 2024 Notes	\$12,789,000.00  \$12,789,000.00	NI 45-106 s. 2.3	2016-06-07
CITADEL INVESTMENT GROUP LLC 131 SOUTH DEARBORN STREET, CHICAGO, ILLINOIS 60603 UNITED STATES BARTUCCI, MARCELLO TEL: +1 312-395-2100		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
CKC CAPITAL LLC 1345 AVENUE OF THE AMERICAS NEW YORK, NEW YORK 10105 UNITED STATES YANNEY, CHRIS TEL: +1 212-893-1154		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
CLAREN ROAD ASSET MANAGEMENT LLC 900 3RD AVE FL 29 NEW YORK, NEW YORK 100224777 UNITED STATES FAHEY, SEAN TEL: +1 212-888-1433		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
COHERENCE CAPITAL SPECTRUM MASTER FUND, LTD. UGLAND HOUSE GRAND CAYMAN KY1-1104 CAYMAN ISLANDS MISTRETTA, VINCENT TEL: +1 646-569-6740		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
COLUMBIA MANAGEMENT 707 2ND AVE S MINNEAPOLIS, MINNESOTA 554022405 UNITED STATES GREAVU, DAV TEL: +1 612-671-6915		\$10,231,200.00 2021 Notes  \$10,231,200.00 2024 Notes	\$10,231,200.00  \$10,231,200.00	NI 45-106 s. 2.3	2016-06-07
COLUMN PARK ASSET MANAGEMENT, LP 3 COLUMBUS CIRCLE, SUITE 1604 NEW YORK, NEW YORK 10019 UNITED STATES NOLD, BRIAN TEL: +1 646-650-5110		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
CONCERTO ASSET MANAGEMENT, LLC 850 NEW BURTON ROAD DOVER, DELAWARE 19904 UNITED STATES BROWN, ROBERT TEL: +1 704-998-5488		\$127,890.00 2021 Notes	\$127,890.00	NI 45-106 s. 2.3	2016-06-07
CQS MANAGEMENT LIMITED 5TH FLOOR LONDON SW1X7BL UNITED KINGDOM FRIEDMAN, BEN TEL: +44 20 7201 6900		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
CRESCENT CAPITAL 2711 CENTERVILLE RD STE 400 WILMINGTON, DELAWARE 198081645 UNITED STATES FUKUMOTO, SCOTT TEL: +1 310-235-5900		\$3,836,700.00 2021 Notes  \$3,836,700.00 2024 Notes	\$3,836,700.00  \$3,836,700.00	NI 45-106 s. 2.3	2016-06-07
CSAM UK ONE CABOT SQUARE LONDON E14 4QJ UNITED KINGDOM HARRIS, GREY TEL: +44 20 7888 8888		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
DAVIDSON KEMPNER ADVISERS INC 65 EAST 55TH STREET NEW YORK, NEW YORK 10022 UNITED STATES SASSON, RAFE TEL: +1 212-446-4000		\$8,952,300.00 2021 Notes  \$6,394,500.00 2024 Notes	\$8,952,300.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
DEUTSCHE BANK TRUST COMPANY AMERICAS 60 Wall Street New York NEW YORK NY 10005 USA SULLIVAN, GARY TEL: +1 212-450-2447	R	\$12,789,000.00 2021 Notes  \$6,394,500.00 2024 Notes	\$12,789,000.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
DCM MULTI-MANAGER FUND (SERIES D) OF DCM MULTI MANAGER FUND, LLC 40 WALL STREET, FL 43 NEW YORK, NEW YORK 100051304 UNITED STATES HURWITZ, RICK +1 609-924-9650		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
DECADE CAPITAL MANAGEMENT LLC 2969 JACKSON STREET #404 SAN FRANCISCO, CALIFORNIA 94115 UNITED STATES NEGRIN, RENATO TEL: +1 212- 841-4100		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
DELAWARE MANAGEMENT BUSINESS TRUST CORPORATE TRUST ADMINISTRATION WILMINGTON, DELAWARE 198900001 UNITED STATES HANNON, BRIAN TEL: +1 (800)523-1918	R	\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
DENVER INVESTMENT ADVISORS LLC 370 17TH STREET DENVER, COLORADO 80202 UNITED STATES MCKISSICK, MARK TEL: +1 303-312-5000		\$639,450.00 2021 Notes	\$639,450.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
DWS INVESTMENT SA (AGT) 2,BOULEVARD KONRAD ADENAUER LUXEMBOURG L-1115 LUXEMBOURG DIEHL, SVEN TEL: +352 - 42101-860		\$639,450.00 2021 Notes	\$639,450.00	NI 45-106 s. 2.3	2016-06-07
EATON VANCE MGMT 2 INTERNATIONAL PL BOSTON, MASSACHUSETTS 021104104 UNITED STATES SULLIVAN, DANFORTH TEL: +1 800-353-0603	R	\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
EMPLOYEES RETIREMENT SYSTEM OF TEXAS 200 E 18TH STREET AUSTIN, TEXAS 78701 UNITED STATES EHRET, PETER TEL: +1 877-275-4377		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
EMPYREAN CAPITAL PARTNERS LP 10250 CONSTELLATION BLVD STE 2950 LOS ANGELES, CALIFORNIA 900676246 UNITED STATES SPECTOR, JOSH TEL: +1 310-843-3000		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
FEDERATED INVESTMENT MANAGEMENT COMPANY 107 WEST MARKET STREET GEORGETOWN, DELAWARE 19947 UNITED STATES FOLAN, EAMONN TEL: 1-800-245-5051		\$6,394,500.00 2021 Notes  \$12,789,000.00 2024 Notes	\$6,394,500.00  \$12,789,000.00	NI 45-106 s. 2.3	2016-06-07
FIDELITY MANAGEMENT & RESEARCH CO INC 245 SUMMER STREET BOSTON, MASSACHUSETTS 02210 UNITED STATES CONNOLLY, MICHAEL TEL: +1 617-563-7000		51,156,000.00 2021 Notes  51,156,000.00 2024 Notes	51,156,000.00  51,156,000.00	NI 45-106 s. 2.3	2016-06-07



Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
<b>FIERA CAPITAL CORP</b> 1 ADELAIDE STREET EAST, SUITE 600, TORONTO ON M5C 2V CANADA ROGERS, ANGUS TEL: +1 (514)954-3300		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
<b>FIL INVESTMENT MANAGEMENT LIMITED</b> 25 CANNON STREET LONDON EC4M 5TA UNITED KINGDOM DUNN, PATRICK TEL: +44 20 7285 9911		\$4,476,150.00 2021 Notes	\$4,476,150.00	NI 45-106 s. 2.3	2016-06-07
<b>FIRST WESTERN CENTURY CITY</b> 1900 16TH ST 1200, DENVER, COLORADO 80202 UNITED STATES ZDUNEK, MARCIN TEL: +1 303-531-8100		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
<b>FORE RESEARCH AND MANAGEMENT</b> 510 MADISON AVE NEW YORK, NEW YORK 10022 UNITED STATES SEIDEN, ERIC TEL: +1 212-984-3800		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
<b>FORTIS INSURANCE BELGIUM BRUXELLES</b> 18 AVENUE LOUIS-CASAI GENEVA 00000 BELGIUM JACKSON, TREVOR TEL: +32 2 664 42 20		\$319,725.00 2021 Notes	\$319,725.00	NI 45-106 s. 2.3	2016-06-07
<b>GE ASSET MANAGEMENT INC</b> 2711 CENTERVILLE RD STE 400 WILMINGTON, DELAWARE 198081645 UNITED STATES ZIVERTE, RUTA TEL: +1 (203)326-2300		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
GIA PARTNERS, LLC 2711 CENTERVILLE RD STE 400 WILMINGTON, DELAWARE 19808 UNITED STATES TSENG, ALBERT TEL: +1 212-893-7810		\$319,725.00 2024 Notes	\$319,725.00	NI 45-106 s. 2.3	2016-06-07
GLG PARTNERS ONE CURZON STREET, LONDON W1J 5HB UNITED KINGDOM HARRIS, JASON TEL: +44 20 7016 7000		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
GLOBAL CREDIT ADVISERS LLC 2711 CENTERVILLE RD WILMINGTON, DELAWARE 19808 UNITED STATES HARITON, JOSH TEL: +1 212-949-1860		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
GLUSKIN SHEFF + ASSOCIATES INC. BAY ADELAIDE CENTRE TORONTO, ON M5H 2R2 CANADA MELL, DOROTHEA TEL: +1 416-681-6000		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
GOLDENTREE ASSET MANAGEMENT LP 850 NEW BURTON ROAD DOVER, DELAWARE 19904 UNITED STATES FARAH, MICHAEL TEL: +1 (212)847-3461	R	\$7,673,400.00 2021 Notes  \$10,870,650.00 2024 Notes	\$7,673,400.00  \$10,870,650.00	NI 45-106 s. 2.3	2016-06-07
GOLDMAN SACHS ASSET MANAGEMENT LP 200 WEST ST NEW YORK, NEW YORK 102822102 UNITED STATES GOLDSTEIN, MICHAEL TEL: +1 (212)902-1000	R	\$19,183,500.00 2021 Notes  \$19,183,500.00 2024 Notes	\$19,183,500.00  \$19,183,500.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
GRAHAM CAPITAL MANAGEMENT LP 2711 CENTERVILLE ROAD WILMINGTON, DELAWARE 19808 UNITED STATES ADAMS, MIKE TEL: +1 203-899-3400		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
GRANDVIEW CAPITAL MANAGEMENT LLC CORPORATION TRUST CENTER WILMINGTON, DELAWARE 19801 UNITED STATES LISKO, JIM TEL: +1 310-376-6674		\$255,780.00 2024 Notes	\$255,780.00	NI 45-106 s. 2.3	2016-06-07
GSO CAPITAL PARTNERS LP 345 PARK AVE FL 31 NEW YORK, NEW YORK 10154 UNITED STATES SNYDER, CRAIG TEL: +1 212-503-2100		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
GUARDIAN LIFE INSURANCE COMPANY OF AMERICA 7 HANOVER SQ H-26-H NEW YORK, NEW YORK 100042616 UNITED STATES SIMMONS, ROB TEL: 1-888-482-7342		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
HARCH CAPITAL MGMT 2711 CENTERVILLE RD WILMINGTON, DELAWARE 19808 UNITED STATES PONTORIERO, JOSH TEL: +1 561-226-6199		\$127,890.00 2021 Notes	\$127,890.00	NI 45-106 s. 2.3	2016-06-07
HBK INVESTMENTS L P - FSG 300 CRESCENT COURT DALLAS, TEXAS 75201 UNITED STATES VALDIVIESO, TONY TEL: +1 214-758-6107		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
HIGHBRIDGE CAPITAL MANAGEMENT INC 40 WEST 57TH STREET NEW YORK, NEW YORK 10019 UNITED STATES DEMPSEY, DENNIS TEL: +1 (212)287-4693		\$3,836,700.00 2021 Notes  \$3,836,700.00 2024 Notes	\$3,836,700.00  \$3,836,700.00	NI 45-106 s. 2.3	2016-06-07
MONEGY, INC. 100 KING STREET WEST TORONTO, ON M5X1A1 CANADA BRENNAND, DAN  TEL: +1 (416)359-4314	R	\$2,557,800.00 2021 Notes  \$1,278,900.00 2024 Notes	\$2,557,800.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
HONEYWELL INTERNATIONAL INC 101 COLUMBIA RD MORRISTOWN NEW JERSEY 079604640 UNITED STATES KOLVITES, VICTOR TEL: +1 973-455-2000		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
HSBC GLOBAL ASSET MGMT USA 452 5TH AVE FL 7 NEW YORK, NEW YORK 10018 UNITED STATES BOWERS, MARY TEL: +1 800-662-3343, Option 4		\$5,115,600.00 2021 Notes  \$1,278,900.00 2024 Notes	\$5,115,600.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
HUDSON BAY CAPITAL MANAGEMENT LP 777 THIRD AVE FL 30 NEW YORK, NEW YORK 100171407 UNITED STATES GALBALLY, NED TEL: +1 646-825-2155		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
HUTCHIN HILL CAPITAL, LP 2711, CENTERVILLE ROAD WILMINGTON, DELAWARE 19808 UNITED STATES MEENAN, MARK TEL: +1 212-757-4490		\$3,197,250.00 2021 Notes  \$3,197,250.00 2024 Notes	\$3,197,250.00  \$3,197,250.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
INSIGHT INVESTMENT FUNDS MANAGEMENT LTD 160 QUEEN VICTORIA STREET LONDON EC4V 4LA UNITED KINGDOM ANDERSON, JAMIE TEL: +44 207163 4000		\$639,450.00 2021 Notes  \$319,725.00 2021 Notes	\$639,450.00	NI 45-106 s. 2.3	2016-06-07
INTEGRA CAPITAL LIMITED SPM HOUSE REAR NO 2 LONDON N11 3HT UNITED KINGDOM SILVA, JOHN TEL: (905)829-1131	R	\$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
INVESCO INST NA INC CORPORATION TRUST CENTER WILMINGTON, DELAWARE 19801 UNITED STATES BURGE, CHUCK AND MAURICE, CHRIS TEL: +1 713-626-1919		\$4,156,425 2021 Notes  \$319,725.00 2024 Notes	\$4,156,425  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
INVESTEC ASSET MANAGEMENT 2 GRESHAM STREET LONDON EC2V 7QP UNITED KINGDOM GRIM, ANGELA TEL: +44 020 7597 2000		\$1,278,900.00 2024 Notes	\$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
IRVING INVESTORS LLC JEREMY ABELSON NEW YORK, NEW YORK 100143427 UNITED STATES TEL: +1 212-607-2482		\$127,890.00 2021 Notes	\$127,890.00	NI 45-106 s. 2.3	2016-06-07
JANE STREET CAPITAL LLC 1 NEW YORK PLZ FL 33 NEW YORK, NEW YORK 100041944 UNITED STATES JOYCE, MEGAN TEL: +1 646 759 6000		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
JANUS CAPITAL MANAGEMENT LLC 151 DETROIT ST DENVER, COLORADO 80206 UNITED STATES DILLIE, JOHN TEL: +1 (303)333-3863	R	\$5,115,600.00 2021 Notes  \$5,115,600.00 2024 Notes	\$5,115,600.00  \$5,115,600.00	NI 45-106 s. 2.3	2016-06-07
JEFFERIES FINANCIAL PRODUCTS LLC THE METRO CENTER STAMFORD, CONNECTICUT 06902 UNITED STATES PAVLOV, IGOR TEL: +1 212-284-2300		\$1,278,900.00 2021 Notes	\$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
JOHN HANCOCK ADVISERS LLC 2711 CENTERVILLE RD WILMINGTON, DELAWARE 19808 UNITED STATES RIZZO, JOE TEL: +1 617-663-2430		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
J.P. MORGAN SECURITIES 1 FEDERAL ST, 28 FL BOSTON, MASSACHUSETTS 02110 UNITED STATES MCCARTHY, CHARLIE TEL: +1 617-654-2800		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
J.P. MORGAN INVESTMENT MANAGEMENT 8044 MONTGOMERY RD CINCINNATI, OHIO 45236 UNITED STATES JPM PACHOLDER AND MUSBACH, CHRIS TEL: +1 513-985-3200		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
KAMUNTING STREET MASTER FUND LTD 140 EAST 45TH STREET NEW YORK, NEW YORK 10017 CAYMAN ISLANDS PERKINS, SEAN TEL: +1 212 490 4350		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
KILDONAN CASTLE ASSET MANAGEMENT, LP CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES DELETTTO, STEVE TEL: +1 212-356-7715		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
KING STREET CAPITAL LP 2711 CENTERVILLE RD STE 400 WILMINGTON, DELAWARE 198081645 UNITED STATES ABBATE, MICHAEL TEL: +1 212-812-3100		\$2,557,800.00 2024 Notes	\$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
KINGDON CAPITAL MANAGEMENT CORPORATION 152 WEST 57TH ST; NEW YORK NEW YORK, NEW YORK 10019 UNITED STATES KHIROYA, SAMIR TEL: +1 212-333-0100		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
KLS DIVERSIFIED ASSET MANAGEMENT LP UGLAND HOUSE GEORGE TOWN KY1-1104 CAYMAN ISLANDS HWANG, DAVID TEL: +1 212-905-0800		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
LEGAL & GENERAL INVESTMENT MANAGEMENT LTD (AGT) CORPORATION TRUST CENTER WILMINGTON, DELAWARE 19801 UNITED STATES HUGGINS, TOM TEL: +1 312-585-0300		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
LIBERTY HARBOR MASTER FUND I, L.P. WALKERS SPV LIMITED, WALKER HOUSE, GRAND CAYMAN KY1-9002 CAYMAN ISLANDS LENTINI, SAL TEL: +1 212-902-1000		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
LIBERTY MUTUAL INSURANCE COMPANY 175 BERKELEY STREET BOSTON, MASSACHUSETTS 02116 UNITED STATES FINNERTY, SHEILA TEL: +1 617-451-2009		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
LOEWS CORPORATION 667 MADISON AVE NEW YORK, NEW YORK 100658029 UNITED STATES TEICHER, DAVE TEL: +1 212-521-2000		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
LOGAN CIRCLE PARTNERS, LP 1717 ARCH STREET PHILADELPHIA, PENNSYLVANIA 19103 UNITED STATES TULLO, SPENCER TEL: +1 267-330-0000		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
LOOMIS SAYLES & COMPANY LP 2711 CENTERVILLE RD STE 400 WILMINGTON, DELAWARE 198081645 UNITED STATES LEFEVRE, RENE TEL: +1 (617)482-2450	R	\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
LORD ABBETT & CO, LLC CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES ROCCO, STEVE TEL: +1 (201)395-2000	R	\$19,183,500.00 2021 Notes  \$19,183,500.00 2024 Notes	\$19,183,500.00  \$19,183,500.00	NI 45-106 s. 2.3	2016-06-07



Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
LUMINUS MANAGEMENT LLC ONE TOWER CENTER 21ST FLOOR EAST BRUNSWICK, NEW JERSEY 08816 UNITED STATES CARAPUCCI, BILL TEL: +1 212-615-3450		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
LUXOR CAPITAL CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES LOGAN, STEVE TEL: +1 212-763-8000		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
MACKAY SHIELDS LLC 9 WEST 57TH STREET NEW YORK, NEW YORK 10019 UNITED STATES MALLEK, SCOTT TEL: +1 (212)230-3811	R	\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
MACKENZIE FINANCIAL CORPORATION 180 QUEEN STREET WEST TORONTO, ON M5V3K1 CANADA JURISIC, TOM TEL: +1 (416)922-5322	R	\$2,557,800.00 2021 Notes	\$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
MAGNETAR CAPITAL MASTER FUND, LTD. UGLAND HOUSE GEORGE TOWN 00000 CAYMAN ISLANDS DAVIS, JON TEL: +1 847 905 4400		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
MARATHON ASSET MANAGEMENT LLC ONE BRYANT PARK NEW YORK, NEW YORK 10036 UNITED STATES VITIELLO, ANTHONY TEL: +1 212-500-3000		\$5,115,600.00 2021 Notes  \$5,115,600.00 2024 Notes	\$5,115,600.00  \$5,115,600.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
MARRET ASSET MANAGEMENT INC 200 KING ST W SUITE 1902 TORONTO, ON M5H 3T4 CANADA PRENC, ADRIAN TEL: +1 (416)214-5800	R	\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
MASS FINANCIAL SERVICES 111 HUNTINGTON AVE BOSTON, MASSACHUSETTS 021997610 UNITED STATES BUTTIGLIERI, TOM TEL: +1-617-954-5000		\$2,557,800.00 2021 Notes	\$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
METROPOLITAN LIFE INSURANCE COMPANY 1095 AVENUE OF THE AMERICAS NEW YORK, NEW YORK 10036 UNITED STATES TAPPER, JEFF TEL: +1 212-578-9500		\$3,836,700.00 2021 Notes  \$2,557,800.00 2024 Notes	\$3,836,700.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
MILLENNIUM PARTNERS LLC 1995 BROADWAY NEW YORK, NEW YORK 100235882 UNITED STATES LECIEUX, EDOUARD TEL: +1 212-875-4900		\$959,175.00 2021 Notes  \$959,175.00 2024 Notes	\$959,175.00  \$959,175.00	NI 45-106 s. 2.3	2016-06-07
MILLENNIUM MANAGEMENT LLC 666 FIFTH AVENUE NEW YORK, NEW YORK 10103 UNITED STATES LIEBMAN, MIKE TEL: +1 212-841-4100		\$2,557,800.00 2021 Notes  \$1,278,900.00 2024 Notes	\$2,557,800.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
MKP CAPITAL MANAGEMENT LLC 850 NEW BURTON ROAD SUITE 201 DOVER, DELAWARE 19904 UNITED STATES TRAIN, JOE TEL: +1 212-303-7100		\$2,557,800.00 2021 Notes  \$3,836,700.00 2024 Notes	\$2,557,800.00  \$3,836,700.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
MONARCH ALTERNATIVE CAPITAL LP 535 MADISON AVE 7 FLOOR NEW YORK, NEW YORK 100224212 UNITED STATES REIGER, JORDAN TEL: +1 212-554-1700		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
MOORE CAPITAL MANAGEMENT LLC LOUIS MOORE BACON NEW YORK, NEW YORK 100366608 UNITED STATES LIEBERMAN, DAVID TEL: +1 212-782-7000		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
MORGAN STANLEY DEAN WITTER ADVISORS INC 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES CIMAROSA, JACK TEL: +1 212- 761-4000		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
MULLER ROAD CAPITAL, LP 2711 CENTERVILLE RD WILMINGTON, DELAWARE 19808 UNITED STATES PETROZZI, JOHN TEL: +1 212-748-9649		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
MUZINICH & COMPANY INCORPORATED NEW YORK, NEW YORK 00000 UNITED STATES LIEBERMAN, BRIAN TEL: +1 212-888-3413		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
NAPIER PARK GLOBAL CAPITAL LLC 399 PARK AVENUE, 7TH FLOOR NEW YORK, NEW YORK 10022 UNITED STATES AGARWAL, RAJESH TEL: +1 (212)559-0223	R	\$383,670.00 2021 Notes  \$383,670.00 2024 Notes	\$383,670.00  \$383,670.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
NEUBERGER BERMAN 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES BOMMI, VIVEK TEL: +1 312-325-7700		\$14,067,900.00 2021 Notes	\$14,067,900.00	NI 45-106 s. 2.3	2016-06-07
NEWFLEET ASSET MANAGEMENT LLC CORPORATION TRUST CENTER WILMINGTON, DELAWARE 19801 UNITED STATES GERBER, CECILIA TEL: +1 877-332-8172		\$2,557,800.00 2021 Notes  \$1,278,900.00 2024 Notes	\$2,557,800.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
NNIP ADVISORS B.V. SCHENKKADE 65 SGRAVENHAGE 2595AS NETHERLANDS PEPERKAMP, JORRYT TEL: +31-703781783		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
NOMURA CORPORATE RESEARCH & ASSET MANAGEMENT INC 2, WORLD FINANCIAL CENTER NEW YORK, NEW YORK 10281 UNITED STATES KOTSEN, STEVE TEL: +1 212-667-9300	R	\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
NORTHERN TRUST INVESTMENTS NATIONAL ASSOCIATION 50 S LA SALLE ST CHICAGO, ILLINOIS 606031008 UNITED STATES INZUNZIA, RICH TEL: +1 (312)630-6944	R	\$3,836,700.00 2021 Notes  \$2,557,800.00 2024 Notes	\$3,836,700.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
OAKTREE ASSET MANAGEMENT LLC 2711 CENTERVILLE RD WILMINGTON, DELAWARE 198081660 UNITED STATES QUAGLIA, JUSTIN TEL: +1 (928) 475-2218		\$22,380,750.00 2021 Notes  \$22,380,750.00 2024 Notes	\$22,380,750.00  \$22,380,750.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
OBSERVATORY CAPITAL MANAGEMENT LLP - LONDON 31 MADDOX STREET, 2ND FL LONDON W1S 2PB UNITED KINGDOM DUNN, PATRICK TEL: 44 20 7499 9550		\$639,450.00 2024 Notes  \$639,450.00 2021 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
OMEGA ADVISORS INC 850 NEW BURTON RD STE 201 DOVER, DELAWARE 199045451 UNITED STATES PACHOLDER, REBECCA TEL: 1 212-495-5200		\$3,836,700.00 2021 Notes  \$3,836,700.00 2024 Notes	\$3,836,700.00  \$3,836,700.00	NI 45-106 s. 2.3	2016-06-07
ONTARIO TEACHERS PENSION PLAN BOARD 5650 YONGE STREET, SUITE 300 NORTH YORK, ON M2M 4H5 CANADA WITKOWSKI, CHRIS TEL: +1 (416) 228-5900		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
OPPENHEIMER FUNDS INC 2 WORLD FINANCIAL CENTER NEW YORK, NEW YORK 102811008 UNITED STATES SMITH, STUART TEL: 212-323-0200		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
ORCHARD SQUARE PARTNERS, LLC 850 NEW BURTON ROAD SUITE 201 DOVER, DELAWARE 19904 UNITED STATES DOWDLE, RICHARD TEL: 212-201-4831		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
OZ ADVISORS LLC 9 W 57TH ST FL 39 NEW YORK, NEW YORK 100192701 UNITED STATES REED, DAB TEL: 212-790-0000		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
PACIFIC INVESTMENT MANAGEMENT COMPANY 1679 S DUPONT HWY STE 100 DOVER, DELAWARE 19901 UNITED STATES PIER, SONALI TEL: 212-739-3000		\$19,183,500.00 2021 Notes  \$19,183,500.00 2024 Notes	\$19,183,500.00  \$19,183,500.00	NI 45-106 s. 2.3	2016-06-07
PACIFIC LIFE INSURANCE COMPANY 700 NEWPORT CENTER DR NEWPORT BEACH, CALIFORNIA 926606307 UNITED STATES LONIA, MICHAEL TEL: 1 206-343-5330		\$1,278,900.00 2021 Notes	\$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
PALMER SQUARE 803 W MICHIGAN STREET MILWAUKEE, WISCONSIN 53233 UNITED STATES LONG, ANGIE TEL: 1 816-994-3200		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
PANNING CAPITAL MANAGEMENT LP 93 GLENMERE DR CHATHAM, NEW JERSEY 079281306 UNITED STATES DACRUZ, DAVID TEL: 212-916-1860		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
PENN CAPITAL MANAGEMENT COMPANY INCORP 1313 N MARKET ST STE 5100 WILMINGTON, DELAWARE 198016111 UNITED STATES AMBLE, DAN TEL: +1 (215)302-1400		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
PENN MUTUAL LIFE INSURANCE CO 600 DRESHER RD HORSHAM, PENNSYLVANIA 190442204 UNITED STATES ZAPPIN, GREG TEL: +1 (215)302-1400	R	\$127,890.00 2021 Notes	\$127,890.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
PERITUS GLOBAL OPPORTUNITY MASTER FUND, L.P. 222 DELAWARE AVE FL 9 WILMINGTON, DELAWARE 19801 UNITED STATES FLAHERTY, DAVID TEL: 805-882-1100		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
RBC GLOBAL ASSET MANAGEMENT INC. 155 WELLINGTON ST W FLR 3000 TORONTO, ON M5V3L3 CANADA JACOBSEN, JUSTIN TEL: +1 (416) 956-9618	R	\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
PHOENIX INVESTMENT PARTNERS LTD 56 PROSPECT STREET CONNECTICUT, CONNECTICUT 06115 UNITED STATES YEE, DIXON TEL: 212-359-6200		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
PICTON MAHONEY ASSET MANAGEMENT 33 YONGE STREET TORONTO, ON M5E 1G4 CANADA GODDARD, SAM TEL: +1 (416)955-4108	R	\$3,836,700.00 2021 Notes  \$3,836,700.00 2024 Notes	\$3,836,700.00  \$3,836,700.00	NI 45-106 s. 2.3	2016-06-07
PINE RIVER CAPITAL MANAGEMENT LP 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES SURA, JAMES TEL: +1 (612)238-3300		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
PINEBRIDGE INVESTMENTS LLC 399 PARK AVENUE NEW YORK, NEW YORK 10022 UNITED STATES CHAMBERS, MIKE TEL: +1 (646)857-8129		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
PIONEER INVESTMENT MANAGEMENT INC CORPORATION TRUST CENTER, 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES FELTUS, ANDREW TEL: 617-742-7825		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
POINT72 ASSET MANAGEMENT, L.P. 72 CUMMINGS POINT RD STAMFORD, CONNECTICUT 069027912 UNITED STATES CHAY, ROD TEL: 203-890-2000		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
PPM AMERICA INCORPORATED 225 WEST WACKER DRIVE CHICAGO, ILLINOIS 60606 UNITED STATES FUSCO, SAM TEL: 1 312-634-2500		\$7,673,400.00 2021 Notes  \$7,673,400.00 2024 Notes	\$7,673,400.00  \$7,673,400.00	NI 45-106 s. 2.3	2016-06-07
PRINCETON ADVISORY GROUP INC 1313 N MARKET ST STE 5100 WILMINGTON, DELAWARE 19801 UNITED STATES WOJCZAK, TOM TEL: 1 609-514-9200		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
PRINCIPAL GLOBAL INVESTORS 801 GRAND AVENUE DES MOINES, IOWA 50392 UNITED STATES HULSTEIN, TRAVIS TEL: +1 (515)247-6241		\$6,394,500.00 2021 Notes  \$3,836,700.00 2024 Notes	\$6,394,500.00  \$3,836,700.00	NI 45-106 s. 2.3	2016-06-07
PRUDENTIAL INVESTMENT MANAGEMENT INC 655 BROAD STREET NEWARK, NEW JERSEY 07102 UNITED STATES CLAPP, BRIAN TEL: +1 (973)802-3381	R	\$22,380,750.00 2021 Notes  \$22,380,750.00 2024 Notes	\$22,380,750.00  \$22,380,750.00	NI 45-106 s. 2.3	2016-06-07



Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
PUTNAM INVESTMENT MANAGEMENT LLC ONE POST OFFICE SQUARE BOSTON, MASSACHUSETTS 02109 UNITED STATES SCHNEIDER, JUSTIN TEL: +1 (617) 292-1000		\$3,836,700.00 2021 Notes  \$2,557,800.00 2024 Notes	\$3,836,700.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
REEF ROAD CAPITAL LLC 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES KIM, HENRY TEL: +1 (212) 257-4480		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
ROGGE GLOBAL PARTNERS PLC(AGT) SION HALL 56 VICTORIA EMBANKMENT LONDON EC4Y 0DZ UNITED KINGDOM DAVIS, MAYHUGH TEL: 44 20 7842 8420	R	\$639,450.00 2021 Notes	\$639,450.00	NI 45-106 s. 2.3	2016-06-07
ROYAL BANK OF CANADA 200 BAY STREET TORONTO, ON M5J 2J5 CANADA PETERS, TOM TEL: 416-842-9575		\$2,238,075.00 2021 Notes  \$2,238,075.00 2024 Notes	\$2,238,075.00  \$2,238,075.00	NI 45-106 s. 2.3	2016-06-07
RP INVESTMENT ADVISORS 148 YORKVILLE AVE, Toronto ON M5R 1C2 CANADA ISENBERG, MICHAEL TEL: +1 (647) 776-1777	R	\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
SABA CAPITAL MANAGEMENT LP 405 LEXINGTON AVE 58 FLOOR NEW YORK, NEW YORK 101740002 UNITED STATES WEINSTEIN, BOAZ TEL: +1 (212) 542-4635		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
SCHRODER CAPITAL MANAGEMENT INTERNATIONAL ACCT G 31 GRESHAM STREET LONDON, EC2V 7QA UNITED KINGDOM DAVIS, MIKE TEL: 1 925-283-7913		\$5,115,600.00 2021 Notes  \$5,115,600.00 2024 Notes	\$5,115,600.00  \$5,115,600.00	NI 45-106 s. 2.3	2016-06-07
SEIX INVESTMENT ADVISORS INCORPORATED 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES FITZPATRICK, JAMES TEL: 1 201-391-0300		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
SENTINEL DOME PARTNERS LLC 3 EMBARCADERO CENTER SAN FRANCISCO, CALIFORNIA 94111 UNITED STATES CHAI, PHIL TEL: 415-636-9250		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
SHENKMAN CAPITAL MANAGEMENT INC 461 FIFTH AVE NEW YORK, NEW YORK 100176283 UNITED STATES HODES, JASON TEL: 1 212-867-9090		\$19,183,500.00 2021 Notes  \$19,183,500.00 2024 Notes	\$19,183,500.00  \$19,183,500.00	NI 45-106 s. 2.3	2016-06-07
SILVER POINT CAPITAL LP - FSG 850 NEW BURTON ROAD SUITE 201 DOVER, DELAWARE 19904 UNITED STATES ALZAPIEDI, PAUL TEL: 203-542-4230		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
SILVER ROCK FINANCIAL LLC CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES CASIO, EVAN TEL: 310-570-4595		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
SKANDINAVISKA ENSKILDA BANKEN CORPORATION 245 PARK AVENUE NEW YORK, NEW YORK 10167 SWEDEN NILSSON, JENNIE TEL: 1 212-907-4700		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
SKY HARBOR CAPITAL MANAGEMENT, LLC 2711 CENTERVILLE RD STE 400 WILMINGTON, DELAWARE 198081645 UNITED STATES SPELMAN, TOM TEL: +1 (203)769-8812		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
SMITH BREEDEN ASSOCIATES CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES HELFERT, ADRIAN TEL: 1 919-967-7221		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
SOLUS ALTERNATIVE ASSET MANAGEMENT LP CORPORATION TRUST CENTER WILMINGTON, DELAWARE 19801 UNITED STATES SOCK, JOSH TEL: +1 (212)284-4335		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
SOROS FUND MANAGEMENT LLC 250 WEST 55TH STREET, FLOOR 27 NEW YORK, NEW YORK 10019 UNITED STATES CARTER, MATT TEL: +1 (212) 872-1054		\$3,197,250.00 2021 Notes  \$3,197,250.00 2024 Notes	\$3,197,250.00  \$3,197,250.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
SOUND POINT CAPITAL MANAGEMENT LP 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES DOBESH, TOM TEL: 1 212-895-2280		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
SOUNION CAPITAL MANAGEMENT, LLC 41 E 11TH ST FL 11 NEW YORK, NEW YORK 100034602 UNITED STATES DJUNIC, LUKA TEL: 1-212-355-7095		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
SPROTT ASSET MANAGEMENT LP 200 BAY ST SUITE 2700 TORONTO, ON M5J 2J1 CANADA COCKERAM, CHRIS TEL: +1 (416)362-7172	R	\$639,450.00 2021 Notes	\$639,450.00	NI 45-106 s. 2.3	2016-06-07
STANDARD LIFE INVESTMENTS LIMITED STANDARD LIFE HOUSE EDINBURGH EH1 2DH UNITED KINGDOM SOARES, JAMES TEL: 617-720-7922		\$2,557,800.00 2021 Notes  \$1,278,900.00 2024 Notes	\$2,557,800.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
STANDISH MELLON ASSET MANAGEMENT LLC BNY MELLON CENTER BOSTON, MASSACHUSETTS 021084408 UNITED STATES CUNNINGHAM, MIKE TEL: 44 (0) 20 7163 5566		\$1,278,900.00 2021 Notes	\$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
STATE OF NEW JERSEY 125 WEST STATE ST TRENTON, NEW JERSEY 08625 UNITED STATES MCGRATH, KEVIN TEL: 609-943-5445		\$319,725.00 2021 Notes	\$319,725.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
STATE STREET GLOBAL ADVISORS 1 LINCOLN ST BOSTON, MASSACHUSETTS 02111 UNITED STATES HICKEY, BRIAN TEL: 617-786-3000		\$6,394,500.00 2021 Notes  \$6,394,500.00 2024 Notes	\$6,394,500.00  \$6,394,500.00	NI 45-106 s. 2.3	2016-06-07
SUSQUEHANNA CAPITAL GROUP WINDWARD 1, P. O. BOX 897 GRAND CAYMAN KY1-1103 CAYMAN ISLANDS AUGUST, BENJAMIN TEL: 212-709-5300		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
SWISS LIFE ASSET MANAGEMENT GENERAL-GUISAN-QUAI 40 ZURICH, 8002 SWITZERLAND FRISCH, GILLES TEL: 41 43 284 77 09		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
SYMPHONY ASSET MANAGEMENT LLC 555 CALIFORNIA ST STE 3100 SAN FRANCISCO, CALIFORNIA 941041534 UNITED STATES RHEE, JENNY TEL: +1 (415)676-4000		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
T ROWE PRICE ASSOCIATES INC 100 E PRATT ST BALTIMORE, MARYLAND 212021009 UNITED STATES RUBIN, BRIAN TEL: 410-345-2000		\$15,346,800.00 2021 Notes  \$15,346,800.00 2024 Notes	\$15,346,800.00  \$15,346,800.00	NI 45-106 s. 2.3	2016-06-07
TALON ASSET MANAGEMENT INC 160 GREENTREE DR DOVER, DELAWARE 19904 UNITED STATES REGAN, MATT TEL: 1 254-741-1444		\$127,890.00 2021 Notes	\$127,890.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
TD ASSET MANAGEMENT TD TOWER TORONTO, ON M5K 1A2 CANADA KOCIK, GREG TEL: +1 (416)982-7848	R	\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
THE TEACHERS INSURANCE AND ANNUITY ASSOCIATION 730 3RD AVE NEW YORK, NEW YORK 100173206 UNITED STATES BANJO, VICTOR TEL: 212-913-2803		\$3,836,700.00 2021 Notes	\$3,836,700.00	NI 45-106 s. 2.3	2016-06-07
TEGEAN CAPITAL MANAGEMENT LLC 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES LECLAIR, BRAD TEL: 1 212-201-1954		\$1,278,900.00 2024 Notes	\$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
THE DECCA MASTER FUND 190 ELGIN AVENUE GRAND CAYMAN KY1-9005 CAYMAN ISLANDS AHMAD, SHAHRAAB TEL: +44-20-3773-5423		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
THE HARTFORD INSURANCE GROUP 200 HOPMEADOW ST WEATOGUE, CONNECTICUT 060899793 UNITED STATES BISKUPIAK, BRIAN TEL: 1 860-547-5000		\$127,890.00 2021 Notes	\$127,890.00	NI 45-106 s. 2.3	2016-06-07
THIRD POINT PARTNERS, L.P. 390 PARK AVE FL 18 NEW YORK, NEW YORK 100224608 UNITED STATES REEJHSINGHANI, ALOK TEL: 212 715 6707		\$5,115,600.00 2021 Notes  \$5,115,600.00 2024 Notes	\$5,115,600.00  \$5,115,600.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
THRIVENT FINANCIAL FOR LUTHERANS CORPORATION TRUST CENTER WILMINGTON, DELAWARE 19801 UNITED STATES HEGSETH, KATHY TEL: 1 360-738-3588		\$3,836,700.00 2021 Notes  \$2,557,800.00 2024 Notes	\$3,836,700.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
TOBAM S.A.S. 49-53 AV DES CHAMPS ELYSEES PARIS, 75008 FRANCE THUIN, RAPHAEL TEL: +33 1 53 23 41 51		\$127,890.00 2021 Notes  \$127,890.00 2024 Notes	\$127,890.00  \$127,890.00	NI 45-106 s. 2.3	2016-06-07
UBS GLOBAL ASSET MANAGEMENT AMERICAS INC UBS TOWER CHICAGO, ILLINOIS 60606 UNITED STATES IANNUCCI, MATT TEL: 1 212-821-3000		\$3,836,700.00 2021 Notes	\$3,836,700.00	NI 45-106 s. 2.3	2016-06-07
UBS O'CONNOR LLC 4001 KENNETT PIKE, SUITE 302 WILMINGTON, DELAWARE 19807 UNITED STATES CANNAN, MARK TEL: 212-821-6178		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
USAA INVESTMENT MANAGEMENT COMPANY CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON, DELAWARE 19801 UNITED STATES KIMBALL, RICK TEL: 210-531-8722		\$2,557,800.00 2021 Notes	\$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
VARDE PARTNERS INC 160 GREENTREE DR DOVER, DELAWARE 19904 UNITED STATES MACH, MATT TEL: 952-893-1554		\$6,394,500.00 2024 Notes	\$6,394,500.00	NI 45-106 s. 2.3	2016-06-07

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
VOYA INVESTMENT MANAGEMENT LLC 5780 POWERS FERRY ROAD NW, SUITE 300 ATLANTA, GEORGIA 303274349 UNITED STATES PARRISH, RANDALL TEL: 770-690-4600		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
VULCAN VENTURE INC 505 5TH AVE S STE 900 SEATTLE, WASHINGTON 981043821 UNITED STATES KOLPA, BEN TEL: +1 (212) 309-8200		\$3,836,700.00 2021 Notes  \$2,557,800.00 2024 Notes	\$3,836,700.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
WADDELL & REED ASSET MANAGEMENT COMPANY INC 112 SW 7TH STREET SUITE 3C TOPEKA, KANSAS 66603 UNITED STATES BUCHANAN, DEBBIE TEL: 913-236-1880		\$5,115,600.00 2021 Notes  \$5,115,600.00 2024 Notes	\$5,115,600.00  \$5,115,600.00	NI 45-106 s. 2.3	2016-06-07
WARLANDER ASSET MANAGEMENT, LP 850 NEW BURTON ROAD SUITE 201 DOVER, DELAWARE 19904 UNITED STATES COCCARO, JAMES TEL: 1-646-779-6200		\$1,278,900.00 2021 Notes  \$1,278,900.00 2024 Notes	\$1,278,900.00  \$1,278,900.00	NI 45-106 s. 2.3	2016-06-07
WELLINGTON MANAGEMENT COMPANY LLP 280 CONGRESS STREET BOSTON, MASSACHUSETTS 02210 UNITED STATES BATGOS, MARIANNE TEL: 617-951-5000		\$19,183,500.00 2021 Notes  \$19,183,500.00 2024 Notes	\$19,183,500.00  \$19,183,500.00	NI 45-106 s. 2.3	2016-06-07
WELLS CAPITAL MANAGEMENT INC 525 MARKET STREET SAN FRANCISCO, CALIFORNIA 94105 UNITED STATES LEE, CHRIS TEL: +1 (415)369-8000	R	\$1,598,625 2021 Notes  \$319,725.00 2024 Notes	\$1,598,625  \$319,725.00	NI 45-106 s. 2.3	2016-06-07



Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$) <sup>(1)(2)</sup>	Exemption relied on	Date of Distribution (yyyy-mm-dd)
WESTERN ASSET MANAGEMENT COMPANY 385 E. COLORADO BLVD. PASADENA, CALIFORNIA 91101 UNITED STATES KILCULLEN, WALTER TEL: 626-844-9400		\$19,183,500.00 2021 Notes  \$19,183,500.00 2024 Notes	\$19,183,500.00  \$19,183,500.00	NI 45-106 s. 2.3	2016-06-07
WEXFORD CAPITAL LLC 2711 CENTERVILLE RD SUITE 400 WILMINGTON, DELAWARE 19808 UNITED STATES ZAND, MARK TEL: 203-862-7000		\$639,450.00 2021 Notes  \$639,450.00 2024 Notes	\$639,450.00  \$639,450.00	NI 45-106 s. 2.3	2016-06-07
WHITEBOX ADVISORS LLC 3033 EXCELSIOR BLVD, STE 300 MINNEAPOLIS, MINNESOTA 55416 UNITED STATES STUKAS, NICKOLAS TEL: 612-253-6001		\$1,918,350.00 2021 Notes  \$1,918,350.00 2024 Notes	\$1,918,350.00  \$1,918,350.00	NI 45-106 s. 2.3	2016-06-07
WMG ADVISORS LLP 237 KENNINGTON LANE LONDON, SE11 5QU UNITED KINGDOM WALDMAN, ADAM TEL: 44 (0) 207 491 8844		\$319,725.00 2021 Notes  \$319,725.00 2024 Notes	\$319,725.00  \$319,725.00	NI 45-106 s. 2.3	2016-06-07
YORK CAPITAL MANAGEMENT 767 FIFTH AVENUE NEW YORK, NEW YORK 10153 UNITED STATES INVORVAIA, ROBERT TEL: +1 (212)300-1300		\$2,557,800.00 2021 Notes  \$2,557,800.00 2024 Notes	\$2,557,800.00  \$2,557,800.00	NI 45-106 s. 2.3	2016-06-07
<b>TOTAL</b>		\$854,433,090.00 2021 Notes  \$794,580,570.00 2024 Notes	\$1,649,013,660.00		

Notes

1. Based on US\$1.00 = Cdn\$1.2789, being the noon exchange rate provided by the Bank of Canada for the US dollar expressed in Canadian dollars on June 7, 2016.
2. The Issuer issued Notes in the aggregate principal amount of US\$1,250,000,000. In connection with the offering of the Notes, the initial purchasers engaged in overallotment, stabilizing transactions and syndicate covering transactions as described on page 136 of the Issuer's offering memorandum dated May 26, 2016. In connection with the offering there was an overallotment of the Notes by the initial purchasers of US\$39,400,000. The table above reflects such overallotment. The Issuer did not receive any proceeds from the Notes sold pursuant to the overallotment.

**Commissions and finder's fees**

**Item 9: Commissions and finder's fees**

*Instructions*

A. Complete the following table by providing information for each person who has received or will receive compensation in connection with the distribution(s). Compensation includes commissions, discounts or other fees or payments of a similar nature. Do not include information about payments for services incidental to the distribution, such as clerical, printing, legal or accounting services.

B. If the securities being issued as compensation are or include convertible securities, such as warrants or options, add a footnote describing the terms of the convertible securities, including the term and exercise price. Do not include the exercise price of any convertible security in the total dollar value of the compensation unless the securities have been converted.

Full name and address of the person being compensated	Indicate if the person being compensated is an insider (I) of the issuer or a registrant (R)	Compensation paid or to be paid (cash and/or securities)				
		Cash (Canadian \$) (1)(2)	Securities			Total dollar value of compensation (Canadian \$)
			Number and type of securities issued	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
J.P. Morgan Securities LLC 277 Park Avenue New York, NY 10172 United States	R	\$4,795,875				\$4,795,875
Goldman, Sachs & Co. 200 West Street, 29th Floor New York, NY 10282 United States	R	\$3,836,700				\$3,836,700
Merrill Lynch, Pierce, Fenner & Smith Incorporated One Bryant Park New York, NY, 10036 United States	R	\$3,357,113				\$3,357,113
RBC Capital Markets, LLC 3 World Financial Center, 200 Vesey Street, 8th Floor New York, NY 10281 United States	R	\$2,131,766				\$2,131,766

Full name and address of the person being compensated	Indicate if the person being compensated is an insider (I) of the issuer or a registrant (R)	Compensation paid or to be paid (cash and/or securities)				
		Cash (Canadian \$) <sup>(1)(2)</sup>	Securities			Total dollar value of compensation (Canadian \$)
			Number and type of securities issued	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
Barclays Capital Inc. 745 Seventh Avenue New York, NY 10019 United States	R	\$1,570,649				\$1,570,649
BMO Capital Markets Corp. 1 First Canadian Place 100 King Street West Toronto, ON, Canada M5X 2A1	R	\$1,412,385				\$1,412,385
CIBC World Markets Corp. 161 Bay St, Toronto, ON, Canada M5J 2S8		\$1,412,385				\$1,412,385
Scotia Capital (USA) Inc. 250 Vesey Street, 23rd & 24th floors New York, NY 10281 United States	R	\$1,412,385				\$1,412,385
TD Securities (USA) LLC 31 West 52nd Street New York, NY 10019-6101 United States	R	\$1,412,385				\$1,412,385
Citigroup Global Markets Inc. 390 Greenwich St, New York, NY 10013 United States	R	\$1,198,969				\$1,198,969
Deutsche Bank Securities Inc. 60 Wall Street, 4th Floor New York, NY 10005 United States	R	\$719,381				\$719,381
Morgan Stanley & Co. LLC 1585 Broadway New York, NY 10036 United States	R	\$719,381				\$719,381

Notes

- Based on US\$1.00 = Cdn\$1.2789, being the noon exchange rate provided by the Bank of Canada for the US dollar expressed in Canadian dollars on June 7, 2016.
- Represents a fee equal to 1.50% of the principal amount of the 2021 Notes and 1.50% of the principal amount of the 2024 Notes for services performed by the initial purchasers in connection with the issuance and sale of the Notes. The following table outlines the principal amount of each series of Notes sold by the initial purchasers indicated above based on the exchange rate set out in Notes 1:

Aggregate Principal Amount of 2021	Aggregate Principal Amount of 2024 Notes	<u>Total</u>
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<u>Initial Purchaser</u>	<u>Notes to be Purchased</u>	<u>to be Purchased</u>	
J.P. Morgan Securities LLC .....	\$166,257,000	\$153,468,000	\$319,725,000
Goldman, Sachs & Co. ....	\$133,005,600	\$122,774,400	\$255,780,000
Merrill Lynch, Pierce, Fenner & Smith Incorporated .....	\$116,379,900	\$107,427,600	\$223,807,500
RBC Capital Markets, LLC .....	\$73,901,237	\$68,216,526	\$142,117,763
Barclays Capital Inc. ....	\$54,449,168	\$50,260,770	\$104,709,938
BMO Capital Markets Corp. ....	\$48,962,687	\$45,196,326	\$94,159,013
CIBC World Markets Corp. ....	\$48,962,687	\$45,196,326	\$94,159,013
Scotia Capital (USA) Inc. ....	\$48,962,687	\$45,196,326	\$94,159,013
TD Securities (USA) LLC .....	\$48,962,687	\$45,196,326	\$94,159,013
Citigroup Global Markets Inc. ....	\$41,564,250	\$38,367,000	\$79,931,250
Deutsche Bank Securities Inc. ....	\$24,938,550	\$23,020,200	\$47,958,750
Morgan Stanley & Co. LLC.....	\$24,938,550	\$23,020,200	\$47,958,750
Total .....	<u>\$831,285,000</u>	<u>\$767,340,000</u>	<u>\$1,598,625,000</u>

## Certificate

On behalf of the issuer, I certify that the statements made in this report are true.

Date: June 17, 2016

### **Teck Resources Limited**

Name of issuer (please print)

**Karen L. Dunfee, Corporate Secretary**

**Tel: 604-699-4000**

Print name, title and telephone number of person signing

"Karen L. Dunfee"

Signature

### *Instruction*

*The person certifying this report must complete the information in the square brackets by deleting the inapplicable word. For electronic filings, substitute a typewritten signature for a manual signature.*

## **Item 10: Contact Information**

State the name, title and telephone number of the person who may be contacted with respect to any questions regarding the contents of this report, if different than the person signing the certificate.

**IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.**

### **Notice – Collection and use of personal information**

The British Columbia Securities Commission collects and uses the personal information required to be included in this report for the administration and enforcement of the *Securities Act*. If you have any questions about the collection and use of this information, contact the British Columbia Securities Commission at the following address:

#### **British Columbia Securities Commission**

P.O. Box 10142, Pacific Centre

701 West Georgia Street

Vancouver, British Columbia V7Y 1L2

Telephone: (604) 899-6500

Toll free across Canada: 1-800-373-6393

Facsimile: (604) 899-6581