



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 Tłıchq 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



Doreen Lafferty Zoe
Chairperson

Doreen Lafferty Zoe was born and raised in Behchok̓ and is a current resident. Doreen is a Director to the Board of the Tł̓chq̓ Investment Corporation, filling the role of Chairperson since April 5, 2015. Doreen currently works as Finance Analyst for the Tł̓chq̓ Community Services Agency (TCSA) in Behchok̓. In 2003 to 2005, she served as a Director for the Behchok̓ Development Corporation, before it amalgamated into the Tł̓chq̓ Investment Corporation, and also served on the local Housing Authority Board.

Doreen brings a wealth of knowledge and experience to the Tł̓chq̓ Investment Corporation and is eager to work with other Board Members to enhance the operations of the Corporation.



Peter Arychuk
Director

Peter Arychuk joined the TIC Board in April 2015. Peter is a long-term northern resident, born in Hay River and raised in Fort Providence.

Peter is a businessman who was co-owner of Bathurst Inlet Air, which later became Air Tindi. As owner, Peter held many positions within Air Tindi, including Vice President, VP Marketing, etc. Peter has a wealth of knowledge in the aviation industry as well as working in collaboration with industry to maximize benefits for local businesses.

Peter's knowledge of the north and business acumen are beneficial to the Tł̓chq̓ Investment Corporation.



Luke Grosco
Director

Luke Grosco is currently Operations Manager at F.C. Services in Behchok̓, a family-owned business that provides a convenience store, gas bar and bulk fuel reselling services.

Luke is a lifelong resident of the Tł̓chq̓ region. He brings business experience and a wealth of knowledge.



Alex Nitsiza
Director

Alex Nitsiza has attained a wealth of experience in business and in economic development in the north, all of which he brings to his work as a Director of the Tł̓chq̓ Investment Corporation.

Alex was President of Dogrib Nation Trustco for seven years. Additionally, he has held many board appointments and has held elected office. Currently, he serves on the municipal council for Whati. For more than 20 years, Alex was the President of a successful family business in his home community of Whati. Prior to that, Alex held various finance positions with the Government of the NWT and the federal government of Canada.

BOARD OF DIRECTORS



Richard (Dick) Jessop
Director

Richard (Dick) Jessop is an executive with extensive background in the energy industry, and expertise in the development and execution of projects. He currently holds the position of Director of Hydro Thermal Projects for Ontario Power Generation.

Richard has served as the Chair of the Ontario Construction User Council and Chair of the Construction Project Improvement Conference in Austin, Texas. Richard was the Project Director for extensions to hydroelectric assets in northern Ontario, which was developed in partnership with local First Nations. He was involved in the development of the First Nations Agreements and sat on the Ontario Power Generation (OPG)/Moose Cree First Nation (MCFN) Partnership Advisory Committee.



Michael Templeton
Director

Michael Templeton is a lawyer who has been practicing law in the business and tax area 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 a number of 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 an excuse to go flying, camping or hiking.



Pamela Quitte
Director

Pamela Quitte is a proud resident of Gamèti, where she was born and raised until moving to Behchokò to attend high school. A recent graduate from Grande Prairie College with a certificate in Office Administration, Pamela is excited about her appointment to the Tłįchq Investment Corporation Board.

As the youngest member of the Board, Pamela is eager to learn from her more seasoned colleagues. With the knowledge gained from this experience, Pamela hopes to contribute to her community and work place, and have a positive impact on the well-being of the Tłįchq community.

Pamela's interests include working with the youth, sports and spending quality time with her family. The future at the Tłįchq Investment Corporation is very bright and she is happy to be a part of the future growth of the company.



Travis Washie
Director

Travis Washie, from Wekweèti, got started in his mining career over a decade ago with I&D Management Services Ltd. Originally employed as a Haul Truck Driver Trainee at Diavik, his hard work, dependability and equipment operating skills allowed him to move up the ranks.

In September 2012, Travis was transferred to Tłįchq Logistics Inc. and continued on at Diavik as a Heavy Equipment Operator. Travis' positive approach, attitude towards others, and his desire to continually learn and be challenged, positioned him as a mentor and role model. As a result, in December 2014, he was promoted to Lead Hand, a position he currently holds.

Travis is a graduate of Aurora College's Aboriginal Leadership Development Program. He is also a member of the Wekweèti Community Government Council.

The administrative staff of the Tłjchq 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 Tłjchq 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 position where he works in conjunction with the senior management team providing oversight for the performance of the organization.

Mark Brajer

CHIEF OPERATING OFFICER

Mr. Brajer is responsible for overseeing daily operations of the Tłjchq 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 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 statements 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

HUMAN RESOURCES MANAGER

Ms. Hunt directs the functions, and provided support, related to all human resources issues for the Tłjchq Investment Corporation and all its subsidiary companies.

Lindberg Paul

VICE PRESIDENT – STRATEGIC BUSINESS DEVELOPMENT

Mr. Paul provides support to all the companies required. He also provides advice and direction on new joint venture companies to maximize benefits for TIC businesses in addition to management of the existing JV relationships.

Geoffrey P. Wiest

LEGAL ADVISOR

Mr. Wiest was called to the bar in Saskatchewan in July 1995. He moved to Yellowknife 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



“During the year, Tłıchq employment levels throughout the group of companies varied between 42 and 65% Tłıchq employment.”



This past year we experienced another year of changes at Tłıchq Investment Corporation (TIC). In August 2017 Kelly Brenton resigned as Chief Operating Officer (COO) of TIC. In December 2017, Mark Brajer was appointed as the new COO. In his first few weeks with TIC, he reviewed the operations and spent time meeting with the Chiefs, staff and the Board of Directors.

In discussions with management, we agreed that the focus should be on better communication across divisions; reducing high turnover – not just in projects; organizing HR so as an organization we have a good record of who has been employed, the skills individuals have and conducting exit interviews; putting in place a universal maintenance program for equipment and real estate property; building a network for Engineering, Environment and Equipment Services to manage and execute projects; and improving financial management accountability and looking for ways to improve cash flow.

During the year we met with the managers of each division. We were pleased to hear about the improved safety record with the winter road construction and

transportation business units. We were also pleased to hear that TIC received its Certificate of Recognition (COR) from by the Territorial Construction Safety Association. During the year, Tłıchq employment levels throughout the group of companies varied between 42 and 65% Tłıchq employment.

Last year, I reported that we were planning to consolidate the supporting functions of Ventures West and Tłıchq Landtran Transport from an operational perspective. Because of the continuing changes to contracts with the mining companies, we were unable to achieve the savings expected. Additional costs for sub-contracting some of the transportation business led to operating losses. A detailed action plan has been developed by management to correct the problems encountered and will continue to be reviewed by the Board.

As Chair of the Tłıchq Investment Corporation, I would like to express my appreciation to the Tłıchq Government and to all the Tłıchq citizens for their continual support of TIC.

Doreen Lafferty Zoe

Chairperson

MESSAGES | PRESIDENT AND CEO'S MESSAGE



Over the last year, Tłjchq Investment Corporation (TIC) has continued the great work of putting its people to work. With over half of our workforce being Tłjchq citizens and another quarter being other indigenous people, for a total of 75% indigenous workforce, TIC is the leader in the country when it comes to Indigenous Development Corporations. The purpose of Indigenous Development Corporations are to create employment and training for the very people it represents and so when we look back on the employment statistics, TIC is certainly meeting the vision and mission of its shareholders.

The training of our Tłjchq citizens continues to be a top priority. As a leading partner in the Tłjchq Emerging Managers Program, a program created by TIC in conjunction with Tłjchq Government and the University of Alberta, we operated and concluded the second cohort. We believe in continued training of our employees and our Tłjchq citizens, so we may begin to close the gap that exists when it comes to having our people participate in mid to top management positions. Training going forward will be a collaborative approach between all Tłjchq entities so that there is a common vision of where and what we want to be, the areas we need to grow and gain knowledge in, and what we anticipate the future is going to look like for our people and our businesses.

While most of our businesses delivered solid performances, in other areas Ventures West Transport saw challenges. We made significant leaps and bounds but couldn't force outstanding matters above the red line. With goodwill impairment and capital lease write-offs dating back to our original investment, compounded by the sale of the Ekati mine that would impact our prefill hauling plan that saw Ventures West hauling 50 million litres in 2 months rather than a span of 6 months, it ultimately led to the bottom line being in the red. There were still some milestones met with having moved 140 million litres to our diamond mining clients as well as 24,000 bags of cement; a feat that has never been done before by any carrier. In having the lion's share of all winter road resupply loads, we were still able to improve safety record from the year before by achieving close to a 50% reduction in the lost-time frequency rate; a true testament to the continued hard work towards improvement and efficiency as we progress forward.

TIC, through Niakinde, a national indigenous consortium made up of the most progressive indigenous economic development corporations in the country, has continued to break down barriers in Ottawa. For the past two years, we have met with numerous federal ministers and their departments to access federal procurement opportunities. The partners of Niakinde have realized that in order to have growth and diversity, we need to look outside of our traditional territories. For TIC, we believe we may have hit a ceiling when it comes to growth within our region, due to more competition from our Indigenous neighbors and the downswing of the diamond industry. Until we can acquire

new world class development within our region, we foresee a continued downward pressure. Partnering in Niakinde will help with the diversification plan and continued growth.

If anything gives me faith in our future, it is the passion and resolve of our teams. The passion to be the best we can be for our customers. To win in the marketplace. To maintain constructive working relationships based on reliability and integrity.

I want to be very clear on one thing: While I am not proud of the loss that is presented this year, I am incredibly proud of this Company. Our businesses have met incredible milestones. We continue to fight for and support our people and customers. We have become innovative and are creating new paradigms that will extend our Tłjchq people and business arms well around the country. We operate with the highest integrity and commitment to compliance. We show investment in our employees and in our leaders, and those committed employees dedicate themselves day in and day out to fulfilling the vision of TIC, which is that of the elders. All this, in some of the most challenging economic years in the past 20.

I have spoken openly about what I think the additional challenges have been at TIC. The mining sector in general has been extremely tough. Oil and gas markets, and diamond mining in the north, experienced downsizing, overhaul and even a complete shutdown. Although our teams have sustained track records of success in challenging times, hindsight suggests that we might have benefited from more debate about personnel challenges in our tougher markets and a more skeptical assessment of the risks they likely posed.

Some of the people, who follow TIC closely, look at this bottom line and demand accountability. I understand this. Our leadership team, Board, and its employees have devoted meaningful time to correct and identify lessons we can learn from and how we can apply them moving forward. History teaches that you cannot move forward effectively until you truly understand what has occurred in the past. Our eyes are wide open. We have already made significant changes to leadership teams at the management level, and will continue to hold the members of our teams at TIC accountable for the level of performance to which our shareholders are entitled.

We all love Home. The home that is central in our hearts, and no matter where we are whether within our Tłjchq region or beyond, it is that same love that compels each of us as residents, as neighbours, as peers, as friends, and as a family. Dedication. Admiration. Respect. All are words that describe a good partnership. Everyone needs a team to be a part of. My wish is that we are all part of the same team. We know that being part of one whether at home, at school, at work or in the community, is a living example of how we are all better together.

Jasper Lamouelle
President and CEO

“Even with the challenging results of this past fiscal year, there is a bright future for all the business units as plans are built and executed with excellence.”



Since starting with Tłjchq Investment Corporation in mid-December 2017, it has been a time of learning and gathering information. As it was at the start of the final quarter of FY2018, learning about TIC, the team, the Board of Directors, the communities and the various businesses under the TIC umbrella has been the main goal. At the same time, gathering information about all the winter road businesses, understanding and evaluating them in depth was critical.

Being able to spend time with all the companies has been vital. Getting to know the business unit managers and the needs of the organization has helped start to formulate a path for the future. Having initiatives for each business unit and manager to accomplish in FY2019 is critical to success. Spending time in the communities has also been important and highlighted some of the challenges as well. Driving on the ice road was a great experience.

Understanding the many challenges within the Land Transportation companies (Ventures West and Tłjchq Landtran Transport) have taken much time, and the results of the past two fiscal years have led to adjustments in management and approach to the business. The results of these businesses for FY2018 are very disappointing and are a combination of actions of the previous years, operating inefficiencies, poor planning and management decisions over the past two years. Actions during that period were not done with the overall health of the business as primary concern. The current team at Ventures West and Tłjchq Landtran is working diligently to secure new business, improve customer service, manage costs, and achieve an improved bottom line. Customer service for the clients must be improved as must the financial results.

Some of the positives that the Land Transportation business unit achieved this past year include the improvements to the billing process and the safety record. The billing was much cleaner and smoother than the previous year, and our clients noticed. The impact of using the TMW transportation management software for Tłjchq Landtran has helped and implementing same the system in Ventures West this year will increase efficiency, improve cash flow and set up future initiatives. The safety improvement on the diamond mind winter road certainly changed the opinion clients had of our services.

Many of the TIC businesses have very strong roots, though there needs to be some alignment to help take some to the next level. The construction, labour management, and road construction businesses have had very good years. Their growth and continued prosperity are important to the future of TIC. The community review has allowed review of the retail operations, hotel and property management. Improvements in those areas are within reach.

With the Tłjchq All-Season Road (TASR) design/build and long-term maintenance project, there are tremendous opportunities for people in the communities, and more than one of the TIC entities. Working with the three proponents who are assembling their final bids to be submitted later this summer, has been very busy though has allowed us to be part of this special project for this region. As the final decision is made in the fall, the work and opportunities will just be beginning.

There are many other initiatives that have begun across the group of companies in the final quarter of last fiscal year and continue through this year as we progress towards the future. Managing our assets better to ensure that we are achieving maximum utilization, and eliminating the unnecessary ones is critical to cost savings. Utilizing our various software and systems better is part of this asset management plan, and continued development of super-users is a necessity. Setting up corporate service platforms for HR, safety, and finance allow more stabilization and sharing of resources for improved results. Performance review programs, and specific objectives will allow a more comprehensive evaluation of results. This has started well and will continue through FY2019.

Strategic Planning for the future of the business is also necessary if there is to be growth. The management team will be working together to build a plan for establishing a path forward over the next three years, to understand where our business can grow organically and geographically. When this strategic plan is developed, it will allow management objectives to be clear, and the business will be aligned, with everyone working in the same direction.

Even with the challenging results of this past fiscal year, there is a bright future for all the business units as plans are built and executed with excellence. The challenges of FY2018 will make us stronger moving ahead!

Mark Brajer, MBA, P. Eng
Chief Operating Officer

MESSAGES | CHIEF FINANCIAL OFFICER'S MESSAGE

“...the economic environment in Canada remains unstable which has contributed to some of the unexpected results during the early part of the fiscal year.”



This year was quite challenging in many respects and these challenges are reflected in disappointing financial results. Overall, the economic environment in Canada remains unstable which has contributed to some of the unexpected results during the early part of the fiscal year.

While there were some good successes in our corporate group, for the most part it has been a year of transition, cleanup and costs in the integration of resources and systems to meet the challenges that we face. We have invested time in reviewing our financial processes for consistency and are now using a single accounting software package for all our companies.

Financial Overview

TIC operated with losses this year; primarily because of the economic challenges facing the transportation division. We will continue work towards making this division profitable. The main profitable divisions throughout the group of companies were labour management, construction services, property management, winter road construction, and mining services. Community-based operations operated with losses and we continue to build a plan to support the communities while maintaining successful business models. We continue our commitment to further developing our personnel.

Retail operations: The finance team has put significant resources and effort into developing more accurate financial reporting and improving operating results. During the year we reviewed processes and saw progress and improvement in the operations. A new point of sales process was implemented in Whati, Gamèti and Wekweèti; which was complemented with the introduction of the Nutrition North program; allowing us to lower prices. Overall, the retail operation's performance is moving in a positive direction.

Construction operations: We successfully finalized some large projects (Colomac Mine site project for Tłıchq Government, Seniors Complex in Whati, Lagoon project in Behchokq) that contributed to profitable operations in the construction division.

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 in this division to enhance profitability.

Mine support services and labour management services: This division operated profitably again this year; the increase in profitability primarily due to obtaining new contracts and the successful recruitment and hiring of individuals within those contracts.

Utility services: This division operated with a smaller profit this year. The utility division is comprised of the Northwest Territories Energy Corporation contract 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 is currently considering points of negotiation with the Northwest Territories Energy Corporation to increase profitability.

Transportation: This was a year of significant challenges for the transportation division. Goodwill impairment and one-time accelerated amortization on capital leases increased non-cash losses. We will continue to perform market research and develop new processes and procedures to increase division revenues and strive towards profitability.

Property management: This division operated with a profit as it has in previous years. The division includes real estate located in Behchokq, motel operations in Gamèti, B&B operations in Whati, and the lodge in Wekweèti. The new motel opened in Whati late in the year and will be included in the next fiscal year reporting.

In conclusion, the 2018 fiscal year was challenging; requiring intensive financial reporting to the management team and creditors, and the need to develop new processes and procedure for our businesses.

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



HEALTH, SAFETY & ENVIRONMENT



“The Lost Time Injury Frequency Rate for 2018 was down to 1.31; a 44% reduction.”

Safety and environmental protection continue to be the top priorities of the Tłıchq Investment Corporation. Keeping our team, the people around us and the environment safe and free from damage is critical to our success as an organization.

The Lost Time Injury Frequency Rate for 2018 was down to 1.31; a 44% reduction. This has continued to improve over the past couple of years. Our land transportation safety record improved immensely in 2018, and overall the corporate safety structure is now in place.

There are still many steps to take, though the program continues in the right direction!

TRAINING COMPLETED IN FY 2018:

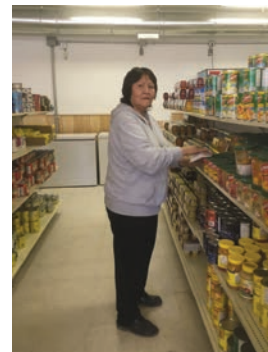
- June 10th: Fall Protection Planning – 2 Employees (Yellowknife)
- June 26th: Transportation of Dangerous Goods – 7 Employees (3 Behchokq, 4 Whati)
- June 27th: Bobcat and Zoom Boom Certification – 4 Employees (Dominion Project)
- June 28th to 29th: First Aid – 11 Employees (3 Behchokq, 8 Yellowknife)
- Flagperson Certification: 4 Employees (Behchokq)

COR EXTERNAL AUDIT COMPLETED, AND THE FOLLOWING COMPANIES ARE NOW COR CERTIFIED:

- Tłıchq Investment Corporation
- Tłıchq Logistics
- Tłıchq Engineering and Environmental Services
- Tłıchq Construction
- Tłıchq Landtran Transport
- Tłıchq Road Constructors

GOALS FOR FY2019:

- COR Audits to be completed for all COR Certified Tłıchq Group of Companies
- Coordinate and develop Group of companies reporting structure
- Create and implement Safety Management System (Reporting and managing all companies incidents and investigations)
- Joint Health and Safety Committee as one for all group of companies
- On-going identified training and certification for all employees
- On-going audits and site inspections of all projects and work sites
- Complete all investigations and reports in the specified timeframes as per Health and Safety Manual
- Support Management with information and safety initiatives for proposals to bid on new contracts
- Provide assistance when required by Managers, Supervisors and employees to aid them with safety incentives and guidance to ensure we are compliant with all acts and legislation on all projects
- Enhance our safety culture throughout our companies working with Managers, Supervisors, Employees and stakeholders

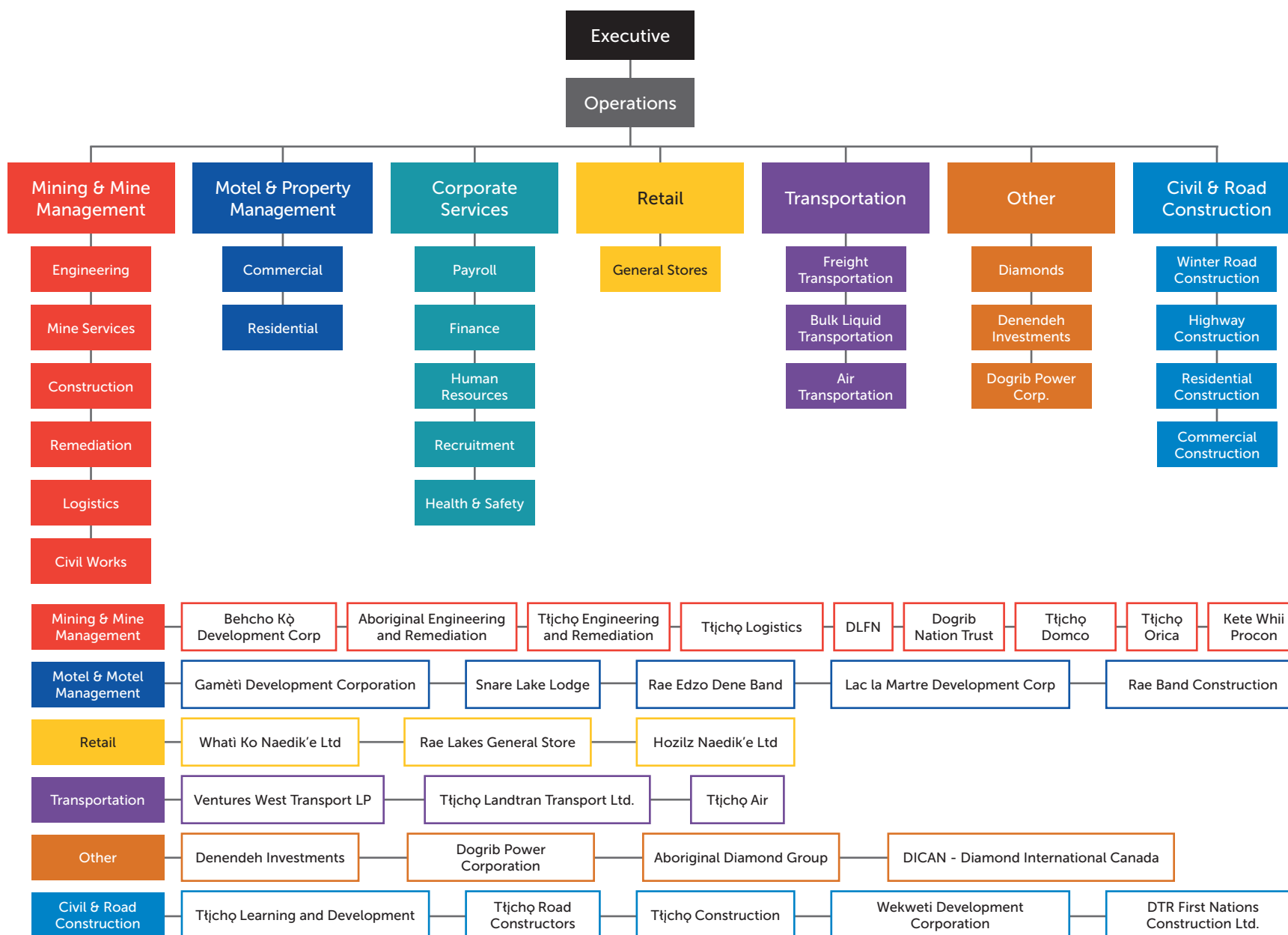


CORPORATION



CORPORATE STRUCTURE

In 2016, TIC restructured the organization to focus our efforts on the core competencies of the organization.



CORPORATION PROFILES

“The movement to the communities occurred without incident, and the deliveries necessary were completed on time.”

TŁJCHQ ROAD CONSTRUCTORS

TCRC manages the construction of the winter road to the communities of Whati, Gamèti and Wekweèti. During winter road 2018 the roads opened approximately 2 weeks earlier than originally planned. The movement to the communities occurred without incident, and the deliveries necessary were completed on time. There were no safety or environmental issues this year. Equipment is being prepared for winter road 2019.

The team has been working with the three proponents during the final bidding process for the Tłjchq All-Season Road. This three to four-year design/build and 25-year operation and maintenance project are extremely important. There are many opportunities for short-term and long-term employment that will be available.

Community information sessions have started and will continue through 2019, to continue to inform people what is needed to prepare, and what positions will be available, including apprenticeship and training positions. This is a great opportunity for individuals to obtain new skills, and possibly get a position that is very close to home.



TĪJCHQ LOGISTICS

TĪjchq Logistics, the labour management business, has had a successful year securing employment for several individuals. The Diavik A21 ramp up was quite intense during the last half of the fiscal year. The continued work on reducing turnover, and the winter road support for the diamond mine roads was also important in the success.

With one safety incident in over 218,000 hours worked, the continue focus on safety was important. This will continue as more people are hired, and more services are managed by the labour management team.

The preparations for the TASR project began in 2018 and will continue into 2019. Searching for new business and expanding business through review of new opportunities continues. Many of our clients remain diamond mine related. As we move forward into the year ahead and beyond, we will focus on labour diversity to prepare for the eventuality of when the mine labour requirements start to drop. Business development is the key.

OUR ACCOMPLISHMENTS DURING THE PAST 12 MONTHS ARE:

Diavik Diamond Mines

- Evergreen Contract
- Mechanical
- Site Services
- Surface Mining
- Winter Road Support
- A21 Surface Mining Contract

Dominion Diamond Corporation

- Sable Truck Shop Construction
- Fuel Handling
- Jay Crushing

DeBeers Canada

- Ad hoc project work
- Winter road fuel/freight handling

DTR Construction

- 2018 WR
- 2017 Hwy 3 Road Reconstruction



218,404
HOURS
WORKED



ONE
INCIDENT



ONE
LTI

CORPORATION PROFILES

TŁJCHQ LANDTRAN TRANSPORT LTD.

This past year was both positive and challenging for Tłjchq Land Transport. The year started completing work from the previous winter road season and cleaning up challenging issues from trailer movement. The last part of the year was spent understanding the major challenges that have caused the business to be struggling in some areas. The learnings from the year will prepare the team for improvements in 2019.

The new TMW system is a major step to improve invoicing processes, as well as prepare the business for satellite tracking and E-Logging for meeting the requirements of the next two years. The system is very valuable and will allow closer contact with clients; improve communication while reducing manual workload associated with some activities.

Improvements in safety results in 2018 were very evident and noticed by the clients. The future of how we enhance safety and increase monitoring will be important to take the next steps in the business. An updated orientation program will be used to improve the deliverables that are required to customers.

Planning was the biggest challenge through the year, and some changes that occurred in the fall translated into more challenges into the winter months. Going forward into the 2019 winter road season, acting on the lessons learned from the previous two years will improve the results. The new management team for this year has already started off on a good path and has built plans for improvements. A new summer general freight contract has started well and is one of the models for negotiating new contracts moving forward. Other renewal and updating of contracts is critical for improvements to the profitability of the business in 2019.

2018 ACCOMPLISHMENTS:

- All loads completed on time
- Use of TMW for all invoicing activities
- Improved invoices across business and speed of payment
- Cement 1,320 loads - 24,400 bags moved
- 150 General Freight loads
- 120+ backhaul loads
- Safety record greatly improved
- New summer general freight contract with improved payment terms



“The learnings from the year will prepare the team for improvements in 2019.”

VENTURES WEST TRANSPORT LP

Winter road 2018 was a great accomplishment in fuel haul for Ventures West. Over 148 M litres delivered on time to the diamond mines is quite exciting. That was a 9.6% increase in transport over the previous year. While increasing the amount of fuel haul, the safety record also improved, which improves the relationship with our customers and is important for our employees. Work progresses for more improvements in 2019.

Future year-round work in western Canada is important for the sustainability of the business and reducing overhead expenditure. Liquid Natural Gas (LNG) continues to be a unique business that has been important for the past five years and is being reviewed for five more years of ongoing work in the north. Increased asset utilization is one of the key goals for 2019, as keeping as many tractors and trailers moving is a key to managing fixed and variable overhead.

Customers across Saskatchewan, British Columbia, Yukon and Northwest Territories continue to be served with important ties to the business in fertilizer, fire-fighting, and calcium. Expansion of the business with these customers and others to keep wheels turning is a key.

The amalgamation of the land transportation businesses continued in 2018 taking advantage of the combined resources. This will continue further in 2019, to help cost control and improved efficiencies. The initiation of the corporate services model will also help to provide support in Fort Saskatchewan and Yellowknife by spreading work load across resources. Certificate of Recognition (COR) safety achievement across Alberta and NWT is important to continue to show all licensing authorities the improvements that have been accomplished.

Planning is key to success in any business. The management changes that have been made following the winter road 2018 season, were made with the intention to plan and execute the winter, summer and year-round projects with excellence. The lessons that have been learned from the past two years are in use to make this fiscal year a success.

2018 ACCOMPLISHMENTS:

- All loads completed on time
- Fuel haul to mines = 148 M litres
- Pre-fill completed in 3 months
- Safety record greatly improved
- Improved invoicing across business and speed of payment



CORPORATION PROFILES

Tłjichq 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 Tłjichq Investment Corporation and its partners.

WEKWEÈTÌ DEVELOPMENT CORP. LTD. (WDC)

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.

Contact: George Nitsiza, Community Operations Manger



100% Tłjichq Investment Corporation

HOZILA NAEDIK’E LTD.

This company operates as a general store, including the post office, and provides some banking services. It was incorporated June 28, 1983.

Contact: Joseph Zoe-Martin, Retail Operations Coordinator



100% Tłjichq Investment Corporation
(Common Shares Only)

5352 NWT LTD. (OPERATING AS SNARE LAKE LODGE)

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 February 12, 2004.

Contact: Biana Pea’a, Manager



100% Tłjichq Investment Corporation

DLFN HOLDINGS LTD.

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

Contact: Jim Golchert, General Manager, Construction



100% Tłjichq Investment Corporation

WHA TÌ KO GHA K'AODE LTD.

100%

This company operates as Whati Community Store (WCS), the only grocery store in Whati, 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 Ops Coordinator

100% Tłjchq Investment Corporation

LAC LA MARTRE DEVELOPMENT CORP. LTD.(LLMDC)

100%

LLMDC provides commercial and residential construction services and maintenance in Whati, Gamèti and Wekweèti. It also provides fuel dispensing services, heavy equipment rentals and 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 Manager

100% Tłjchq Investment Corporation

GAMÈTÌ DEVELOPMENT CORP. LTD. (GDC)

100%

GDC provides accommodations and food services through the Gamèti Motel. They also provide fuel dispensing services and operates the local bottle depot. It was incorporated July 29, 1987.

Contact: Sandy Blackduck, Manager

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 January 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, nurse's complex, Nishi Khon complex, Charlie Charlo Centre (Big Knife Building), Trappers Hideaway, Tłjchq Motel and the Northern Store.

Contacts: Jim Golchert, General Manager, Construction

100% Tłjchq Investment Corporation

CORPORATION PROFILES

TŁJCHQ CONSTRUCTION LTD. (TCC)

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

Contact: Jim Golchert, General Manager



100% Behchokq Development 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, General Manager, Construction



100% Behchokq Development 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



100% Behchokq Development Corporation

BEHCHO KÒ DEVELOPMENT CORP.

100%

Behcho Kò Development Corp. owns Tłìchq Logistics, Tłìchq Construction, Tłìchq Road Constructors and Rae Band Construction. It also participates in a joint venture with Tłìchq Explosives 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.

Contacts: Mark Brajer, Chief Operating Officer

100% Tłìchq Investment Corporation

TŁÌCHQ ENGINEERING AND ENVIRONMENTAL SERVICES LTD. (TEES)

100%

TEES began operations in 2009 and is under the ownership of Tłìchq Investment Corporation. TEES offers services in the engineering and environmental field, 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, General Manager

100% Tłìchq Investment Corporation

DOGRIB POWER CORP.

100%

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.

Contacts: Mark Brajer, Chief Operating Officer

100% Tłìchq Investment Corporation

TŁÌCHQ ROAD CONSTRUCTORS LTD. (TCRC)

100%

TCRC provides winter road construction to the Tłìchq communities of Whati, Gamèti and Wekweèti. The company just finished a five-year contract with the GNWT Department of Transportation to construct the winter road to Whati and Gamèti. They are currently in negotiations for another five-year contract. The winter road to Wekweèti is a yearly contract funded by GNWT. The 2018 winter roads to the Tłìchq communities were constructed with the participation of the Lac La Martre Development Corporation and the Community Government of Wekweèti.

Contacts: Ron Pankratz, General Manager

100% Behchokò Development Corporation

CORPORATION PROFILES

ABORIGINAL ENGINEERING LTD. (AEL)

AEL offers technical, professional and logistical experience in executing northern construction and remediation projects, and typically maintains 85% Aboriginal employment during project work. AEL has been focusing on large-scale remediation projects in recent years. AEL has completed large construction survey projects, including the construction of Diavik Diamond Mine and the construction of the De Beers Snap Lake diamond mine. AEL has completed large-scale quality control, including the construction of A154 dike at Diavik. It has also completed environmental remediation and reclamation projects at Port Radium, Tundra Mine, Discovery Mine, Colomac Mine and Victoria Island. Remediation projects consist of work in demolition of buildings, HAZMAT clean up, hydrocarbon soil clean up, capping mine openings, contaminated water treatment, re-vegetation and construction. Training has been a part of each large-scale AEL project.

Contact: Ron Pankratz, General Manager

100%

100% Tłı̨chq Investment Corporation

TŁJCHQ LEARNING AND DEVELOPMENT CENTRE (TLDC)

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

Contact: Jim Golchert, General Manager

100%

100% Tłı̨chq Investment Corporation

TŁJCHQ AIR INC.

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

Contact: Mark Brajer, Chief Operating Officer



52% Tłı̨chq Investment Corporation
48% Air Tindi

TŁJCHQ ORICA BLASTING SERVICES INC.

This company supplies explosive management services, products and related services for surface and underground mining, exploration, quarrying, pipeline and construction industries. Currently Tłı̨chq Blasting Ltd. has a contract with De Beers Canada at the Gacho Kue Mine site.

Contact: Mark Brajer, Chief Operating Officer



51% Behchok Development Corporation
49% Orica Mining Services

DTR FIRST NATIONS CONSTRUCTION LTD.

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

Contact: Mark Brajer, Chief Operating Officer



33% Tłı̨ch̓ Investment Corporation
33% RTL
33% Denesoline Corporation

KETE WHII LTD.

Kete Whii was established to provide heavy equipment supply, human resources and training for a 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% Tłı̨ch̓ 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 WWW 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, Tłı̨ch̓ Investment Corporation and Kitikmeot Corporation.

Contact: Mark Brajer, Chief Operating Officer



17% Tłı̨ch̓ 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.

Contacts: Greg Dussome, Camp Manager



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

EMPLOYMENT



It's been a productive and busy year with recruitment and onboarding for the Human Resources Department. From the winter road season (construction, mining and transportation operations), summer season (highway construction, wildlife monitoring, forestry fire-fighting services and general summer construction/renovation projects), and fall labourer/ environmental trainee roles, to the year-round projects and new contracts (including the new A21 pit surface mining contract at Diavik), we recruited for and filled/onboarded approximately 900 positions/staff members/lease operators/contract drivers throughout the group of companies.

Apart from our primary recruitment/onboarding functions, during the last quarter of FY2018, the team held a lessons-learned session focusing on the past year, and developed a thorough plan detailing process and communication improvements and goals, and identifying areas that we wish to strengthen even further for the upcoming peak recruitment seasons. During the last quarter we moved forward with amalgamating the northern/ southern (Ventures West Transport) Human Resources departments to better support one another, to streamline processes and policies, and to share information, knowledge/expertise, resources and experiences.

We have made great strides in finalizing the selection of a Human Resources Information System (HRIS) for implementation by September 2018. The HRIS will greatly improve efficiencies in recruitment, onboarding, employee management, performance management, attendance management and statistical reporting, so we are very excited to move forward with implementation and staff/management training!

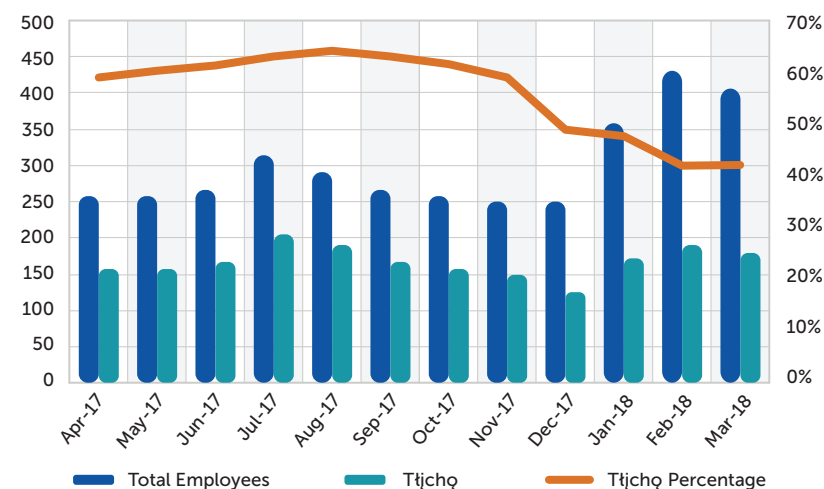
EMPLOYMENT STATISTICS

In accordance with our Recruitment and Hiring Policy, TIC is committed to providing valuable and rewarding work opportunities to the northern labour market. We are dedicated to maximizing Tłıchq employment and support our commitment to ensure that all qualified candidates are considered for employment in a fair and consistent manner.

Overall Tłıchq employment (including permanent and seasonal/casual/ temporary employees) peaked at 64% during the 2017/2018 fiscal year throughout our northern-based companies (excluding the Transportation unit); averaging at 57% throughout the year. Although during the last few months of the fiscal year we did see Tłıchq statistics decline*, we continued to employ between 178-196 Tłıchq citizens during that period throughout all companies.

*declining trend corresponded directly with increased personnel numbers associated with the Diavik A21 project (Tłıchq Logistics). Although we strived to maximize Tłıchq employment for that project, we were met with a very small pool of operators with the required years/hours of experience who were not already actively employed.

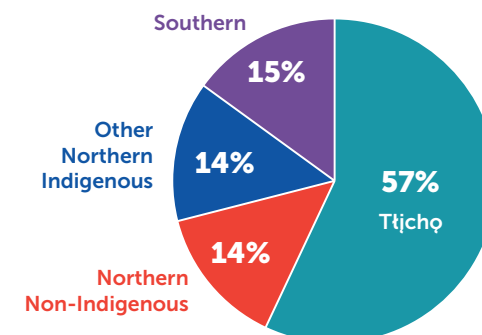
FY2018 TIC & GROUP TłıCHQ EMPLOYMENT TREND



Our overall Northern Indigenous hires averaged at **71%** for the FY2018.

Our Transportation unit (to include Ventures West Transport and Tłıchq Landtran Transport) had a tremendously busy winter road season, peaking at 218 employees towards the end of the fiscal year; in addition to the approximate 350 lease-operators and contractor drivers hired. This winter road season we hired 14 Tłıchq, and 12 other Northern Indigenous labourers and equipment operators in the yard under Tłıchq Landtran Transport, and will endeavor to increase Tłıchq employment participation in those roles, and others within the Transportation unit, during the FY2019 winter road season.

FY2018 AVERAGE EMPLOYMENT STATISTICS





2018 HIGHLIGHTS

2018 HIGHLIGHTS



Completed winter road construction to the communities **2 WEEKS EARLY**

Alignment of management team across corporate businesses



COR safety certification across several businesses



Completed haul of **24,000 bags of cement** to Diavik on time



Improved **safety record** across all businesses



Improved **billing operations** for freight haulage using TMW



Improved **diamond mine freight haulage** safety record



Improved **invoicing and payment timing** across winter road 2018



Implementation and training of **POS system** in community stores



Successful **250 KM** diamond mine winter road construction with DTR



Began rental of stagnant equipment for **revenue gain**

3

MONTHS

Completed fuel pre-fill for Dominion



Completed **Whati hotel** and placed in operation



Improved some **JV relationships** and future



Introduced **Bid 2 Win software** quoting system



Ramp up of **A21 mining project** labour at Diavik



Cleaned up goodwill and amortization expenses associated with land transportation businesses



Developed initiatives for FY2019

2019 INITIATIVES





BUSINESS DEVELOPMENT

- Align business units and companies for improved synergies and best results
- Enhance safety culture throughout all companies – to improve results and lower surcharges
- Continuously improve all retail, hotel and property management to better meet the needs of the community
- Complete Tłjchq All-Season Road proponent work and negotiation process
- Build more significant ties with Tłjchq government
- Continue to conduct quarterly meetings with all JVs
- Continue to pursue JVs with other indigenous groups



PROCESS IMPROVEMENTS

- Develop asset and preventative maintenance program and consolidate for all heavy duty and light haul equipment, to better manage resources
- Develop management team to advance working relationships, sharing of resources and improve efficiencies
- Implement corporate services to improve consistency, alignment and resources (Finance, HR, Safety)
- Develop strategic planning, goals, tactics and budgeting process to tie all operational management together



FINANCIAL

- Implement financial review process with business unit managers and finance team
- Implement TMW across entire land transportation business unit to align all billing and prepare for satellite tracking and e-Logging
- Transfer knowledge of bidding software across all parts of the organization for improved and consistent proposals
- Review benefit and pension programs for recommendation on updates
- Evaluate customer contracts to determine if better terms are available to improve cash flow



EMPLOYEES

- Develop and implement performance review process for all permanent team members
- Provide training and development opportunities for all employees to enhance skill sets
- Implement Human Resource Information System (HRIS) to improve recruiting and tracking of employee information

TŁJCHQ COMMUNITIES

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

