

APPENDIX “A”

Glossary of Defined Terms

<u>Term</u>	<u>Definition</u>
A&M	Alvarez & Marsal Canada ULC
A&M Report	collectively, the report of the proposed receiver dated May 19, 2009 and a supplementary report to that report dated May 20, 2009
Appointment Order	Amended and Restated Appointment Order issued June 2, 2009
APS	Agreements of purchase and sale
Assets	All the property, assets and undertakings The Rosseau Resort Developments Inc.
Baker Price List	The price list developed by Baker Real Estate to be utilized in connection with the sale of the Unsold Units and as approved by the Court
Baker Real Estate	Baker Real Estate Incorporated
BIA	<i>Bankruptcy and Insolvency Act</i> (Canada)
CJA	<i>Courts of Justice Act</i> (Canada)
CLA	<i>Construction Lien Act</i> (Ontario)
Colliers	Colliers MaCaulay Nicolls (Ontario) Inc.
Committee	Ad Hoc Committee of Unit Owners
Company	The Rosseau Resort Developments Inc.
Court	Ontario Superior Court of Justice
Current HMA	Amended and Restated Hotel Management Agreement among RRDI, RRMSI and Marriott Hotels dated October 6, 2006
Current RPMA(s)	The form of rental pool management agreement Unit Owners have entered into with RRMSI, as Rental Pool Manager
DAF	Dispute Analysis and Forensics group
Declaration	The Rosseau Resort Condominium Declaration, made pursuant to the <i>Condominium Act</i> , 1998
Disclosure Documentation	Form of disclosure statement and related documentation
Effective Date	The proposed date of repudiation of the Current HMA to be effective at 11:59 pm on Friday, September 18, 2009, to correspond with a 30 day notice of termination to be delivered by Marriott Hotels to RRDI and RRMSI, jointly as Owners pursuant to the Current HMA
Exemption Ruling	A ruling made on April 13, 2004 by the OSC which authorized RRMSI to enter into the Current RPMA with Unit Owners and to permit RRDI to market for sale the Hotel Units
Existing Unit Purchasers	Existing purchasers who have not yet closed outstanding APS's with RRDI
First Report	collectively, the report of the interim receiver dated May 27, 2009 and a supplementary report to that report dated May 29,

	2009
Fourth Report	This report dated August 12, 2009
Fowler Related Releasees	RRMSI, Ken Fowler Enterprises Ltd., Red Leaves Partnership, Kenneth A. Fowler, and Peter Fowler as releases
Hotel	221 unit condominium hotel complex located on the property owned by RRDI situated along the north-west end of Lake Rosseau in Muskoka, Ontario
IHLC	International Hotel Licensing Company S.a.r.l, an affiliate of Marriott Hotels
Indulgence Cards	A certain form of Purchaser Incentive whereby certain Unit Purchasers received cards which could be used as a "currency" for use to pay for items and/or services at the Hotel
Interim Receiver	Collectively, Alvarez & Marsal Canada ULC ("A&M") and McIntosh & Morawetz Inc. as trustee and interim receiver, respectively
KFE	Ken Fowler Enterprises Ltd.
Livia	Livia Capital Management Inc.
Marriott Hotels	Marriott Hotels of Canada, Ltd.
McCarthys	McCarthy Tetrault LLP
New HMA	A New Hotel Management Agreement that will be based on the template of the Current Hotel Management Agreement and as modified by the Side Letter, the financial terms and conditions of which are set out in the Summary of Terms, all subject to Court approval
New Marriott Agreements	Other New Marriott Agreements together with the New HMA
New RPMA	New forms of Rental Pool Management Agreements agreed upon by the Committee and RRDI, subject to Court approval
New Unit Purchasers	All potential new purchasers of Units
Operating Profit	As is defined in the Current HMA - "with respect to any given period of time, the excess Gross Revenues over Deductions (each calculated in accordance with this Agreement and the Uniform System of Accounts)"
OSC	Ontario Securities Commission
Other Current Marriott Agreements	Royalty and Licensing Agreement between RRDI, RRMSI and IHLC dated October 6, 2006, and any other current agreements between RRDI, RRMSI, and Marriott Hotels or its affiliates
Priority Lien Claims	The portion of construction trade lien claims which are determined to have priority over all mortgages registered on title to the real property of RRDI
Purchaser Incentive Proposal	A draft proposal, made on a without prejudice basis, from the Receiver to address the Purchaser Incentives
Purchaser Incentives	Several types of incentives provided to Unit purchasers
Receiver	collectively, the Interim Receiver and the Receiver and Manager
Receiver and Manager	Alvarez & Marsal Canada ULC in its capacity as receiver and

	manager
Release	The full and final release proposed to be provided by each Unit Owner and Existing Unit Purchaser in favour of RRDI, the Syndicate, the Receiver and certain other parties which may include the Fowler Related Releasees
Rental Pool	The rental pool in which all Unit Owners are required to participate in
Rental Pool Covenant	A Rental Pool covenant registered on title to all Units which covenant, among other things, requires that all Unit Owners place their Units in the Rental Pool
RPMA(s)	Rental Pool Management Agreement(s)
Rental Pool Management Fee	Rental Pool Manager receives a fee from Unit Owners out of the Adjusted Gross Revenue available for distribution.
Rental Pool Manager	Rental pool manager
Retail Marketing Program	Proposed marketing and promotional program being undertaken in connection with the Retail Sales Program by Baker Real Estate
RRCI	Rock Ridge Contractors Inc.
RRDI	The Rosseau Resort Developments Inc.
RRMSI	The Rosseau Resort Management Services Inc.
Sales and Marketing Order	The Order issued by the Court on July 8, 2009
Second Report	The Receiver's second report dated July 3, 2009 and a supplementary report to that report dated July 7, 2009.
Section 39 Memorandum	Independent legal counsel to the Receiver provided all lien claimants who had made Section 39 Requests with an information memorandum
Section 39 Requests	Requests for information made under S. 39 of the CLA
Settlement Agreements	A package of settlement documents delivered to all Unit Owners and Existing Unit Purchasers containing either a Unit Owner Settlement Agreement or a Unit Purchaser Settlement Agreement, among other things
Side Letter	A certain letter agreement between RRDI, by its Receiver and Marriott Hotels, which modifies the terms of the New HMA, specifically in respect of these receivership proceedings
Summary of Terms	A summary document setting out the principal financial terms and conditions in respect of the New HMA
Syndicate	Lender Syndicate
Tarion	Tarion Warranty Corporation
Third Report	The Receiver's third report dated July 21, 2009
Travelers	Travelers Guarantee Company of Canada
Unit Owner Settlement Agreement	Settlement agreements with Unit Owners substantially on the terms as set out in the forms of Unit Owner Settlement Agreement, subject to Court approval
Unit Owners	Current owners of Units at the Hotel

Unit Owners' Charge	Charge granted on the Assets of RRDI in favour of the Unit Owners
Unit Purchaser Settlement Agreement	Settlement agreements with Existing Unit Purchasers substantially on the terms as set out in the forms of Unit Purchaser Settlement Agreement, subject to Court approval
Units	The 221 condominium units of the Hotel
Unsold Units	84 unsold condominium units at the Hotel
WestLB	WestLB AG, Toronto Branch, as agent for the Lender Syndicate