



HORIZON NORTH
Logistics Inc

FIRST QUARTER REPORT 2010

**MANAGEMENT'S DISCUSSION AND ANALYSIS ("MD&A")
THREE MONTHS ENDED MARCH 31, 2010**

This Management's Discussion and Analysis, prepared as at May 5, 2010, focuses on key statistics from the Consolidated Financial Statements and pertains to known risks and uncertainties relating to the business carried on by Horizon North Logistics Inc. (the "Corporation" or "Horizon"). This discussion should not be considered all-inclusive, as it excludes changes that may occur in general economic, political and environmental conditions.

Highlights

	Three Months Ended March 31, 2010	Three Months Ended March 31, 2009	Increase/ (Decrease) \$	Increase/ (Decrease) %
<i>(000's except per share amounts)</i>				
Revenue	\$ 44,122	\$ 40,577	\$ 3,545	9%
EBITDAS ⁽¹⁾	9,451	12,390	(2,939)	(24%)
Operating earnings ⁽¹⁾	2,855	5,410	(2,555)	(47%)
Net earnings	1,112	3,702	(2,590)	(70%)
Net earnings per share - diluted	\$ 0.01	\$ 0.03	\$ (0.02)	(67%)
Total assets	250,927	246,264	4,663	2%
Total long-term financial liabilities ⁽²⁾	46,186	44,042	2,144	5%
Funds from operations ⁽³⁾	7,655	11,277	(3,622)	(32%)
Capital spending	8,841	6,043	2,798	46%
Debt to total capitalization ratio	0.21:1	0.25:1	(0.04:1)	(16%)

(1) EBITDAS (Earnings before interest, taxes, depreciation, amortization, accretion of notes payable, gain/loss on disposal of property, plant and equipment and stock based compensation) and operating earnings are not recognized measures under Canadian generally accepted accounting principles (GAAP). Management believes that in addition to net earnings, EBITDAS is a useful supplemental measure as it provides an indication of the Corporation's ability to generate cash flow in order to fund working capital, service debt, pay current income taxes and fund capital programs. Management believes that in addition to net earnings, operating earnings is a useful supplemental measure as it provides an indication of the results generated by the Corporation's principal business activities prior to consideration of how those activities are financed or taxed. Investors should be cautioned, however, that EBITDAS and operating earnings should not be construed as alternatives to net earnings determined in accordance with GAAP as an indicator of the Corporation's performance. Horizon's method of calculating EBITDAS and operating earnings may differ from other entities and accordingly, EBITDAS and operating earnings may not be comparable to measures used by other entities. For a reconciliation of EBITDAS and operating earnings to net earnings, please refer to page 3 of the Management's Discussion and Analysis.

(2) Long-term financial liabilities include operating lines of credit, the current and long-term portions of long-term debt.

(3) Funds from operations is not a recognized measure under GAAP. Management believes that in addition to cash flow from operations, funds from operations is a useful supplemental measure as it provides an indication of the cash flow generated by the Corporation's principal business activities prior to consideration of changes in working capital. Investors should be cautioned, however, that funds from operations should not be construed as an alternative to cash flow from operations determined in accordance with GAAP as an indicator of the Corporation's performance. Horizon's method of calculating funds from operations may differ from other entities and accordingly, funds from operations may not be comparable to measures used by other entities. Funds from operations is equal to cash flow from operations before changes in non-cash working capital items related to operations.

Overview

Revenue for the three months ended March 31, 2010 was \$44,122,000 as compared to \$40,577,000 for the same period in 2009. Camp and catering revenue was relatively consistent year over year, with the majority of the increase of \$3,545,000 coming from stronger used mat sales volumes and associated service revenue in the matting operation.

The decrease in EBITDAS as a percent of revenue for the three months ended March 31, 2010 was 21% as compared to 31% in the same period of 2009. This was driven mainly by lower volumes in the conventional camp and catering operations, which compressed margins. A higher proportion of camp and catering revenues were derived from camp and space sales and service revenues which contributed to lower margins due to the nature of specific projects undertaken.

Outlook

Although there are still pockets of trouble, the world economy appears to be getting itself on a growth track. Much of this growth is being led by Asian countries, and has provided support for oil and mineral prices. Capital markets are open and available to these industries, and we are seeing just the beginning of sustained project spending.

In western Canada, oil sands development is in the lead with numerous recent project sanctioning announcements, and the start of contract awards for this work. The mining industry is not far behind, with projects mobilizing in both British Columbia and northern Canada. Oil and gas exploration projects are being driven through unconventional resource plays, and there have been recent positive announcements regarding infrastructure projects in British Columbia.

Horizon's diversified revenue stream allows us to capitalize on emerging opportunities in the natural resource sector. One such opportunity was evidenced by our recent contract announcement with respect to a 2,700 man camp construction and installation project. The total value of the contract is \$104,000,000 with 45% of the work scheduled to occur in 2010, 50% in 2011 and 5% in 2012. The expansion of the BlackSand lodge and craft camp is nearing completion and will allow us to meet the growing demand in the Fort McMurray oil sands area. This quarter has seen the first of our blast resistant structures rental fleet being delivered and installed on customer sites. The second quarter will see the first sales revenue from this operation. One exception to this trend is our rig camp operation which will not likely see improved utilization until natural gas prices increase.

Capital spending in 2010 will be focused on adding equipment to our oil sands focused camp rental fleet to be in a favorable position to take advantage of opportunities we see developing. From a financing perspective, Horizon's combined cash flow from operations and borrowing capacity on our credit facilities will be sufficient to support our existing plans.

Camps & Catering

Camps & Catering revenue is comprised of combined camp rental with catering revenue, camp and space unit sales, equipment and space rental revenue, and service revenue from transport and installation.

	Three months ending March 31,		Increase / (Decrease)	Increase/ (Decrease)
	2010	2009	\$	%
<i>(000's except rental days and man days)</i>				
Camp rental and catering revenue	\$ 23,395	\$ 24,493	\$ (1,098)	(4%)
Camp and space sales revenue	5,693	4,605	1,088	24%
Rental revenue	502	642	(140)	(22%)
Service revenue	5,997	4,376	1,621	37%
Total revenue	\$ 35,587	\$ 34,116	\$ 1,471	4%
EBITDAS	\$ 9,785	\$ 12,181	\$ (2,396)	(20%)
Operating earnings	\$ 5,184	\$ 6,932	(1,748)	(25%)
Bed rental days ⁽¹⁾	116,524	117,379	(855)	(0.7%)
Catering only man days ⁽²⁾	25,540	48,021	(22,481)	(47%)

(1) One bed rental day equals the rental of one bed and the provision of related catering and housekeeping services for one day.

(2) One catering only man day equals the provision of catering and housekeeping services with no related bed rental for one day.

Revenue from the Camps and Catering segment was \$35,587,000 for the three months ended March 31, 2010, up \$1,471,000 over the same period in 2009. EBITDAS for the three months ended March 31, 2010 was \$9,785,000 or 27% of revenue compared to \$12,181,000 or 36% of revenue the same period in 2009.

Camp rental and catering revenue

Revenues from the camp rental and catering operations were \$23,395,000 for the three months ended March 31, 2010, a decrease of \$1,098,000 or 4% as compared to the same period in 2009. Revenues are derived from two main business areas: the BlackSand facilities which include the BlackSand Executive Lodge and the BlackSand craft camp facilities, and the conventional camp and catering operations which include open camps, rig camps, catering only work and ancillary equipment rentals.

BlackSand

Revenues from the BlackSand facilities for the three months ended March 31, 2010 were \$13,277,000 as compared to \$10,434,000 for the same period in 2009. The increase of \$2,843,000 or 27% came from a combination of higher volumes and increased revenues per bed rental day.

Bed rental days for the three months ended March 31, 2010 were 74,518 as compared to 60,155 in the same period in the prior year. This translates into average utilization of approximately 74% throughout the first quarter of 2010 as compared to average utilization of 60% in first quarter of 2009, with utilization increasing throughout the first quarter of 2010. Increased demand for beds was driven primarily by higher oil prices, which resulted in customers restarting projects that had been temporarily postponed and by customers starting new projects. On a per bed rental day basis, revenues increased to \$178 per day in the first quarter of 2010 from \$173 per day in the same period of 2009. This increase was driven by increased utilization of both Executive Lodge and craft camp rooms by customers other than the anchor customer, at higher market rates.

In the first quarter of 2010, expansion of both the Executive Lodge and craft camp facilities was started. The craft camp expansion of 230 beds was completed in February bringing the total available craft beds to 682. The Executive Lodge expansion of 144 beds is on schedule with 660 rooms expected to be available by the end of the second quarter 2010.

EBITDAS from the BlackSand facilities for the three months ended March 31, 2010 were \$6,002,000 as compared to \$4,673,000 or 45% of revenue in both quarters. In both the first quarter of 2010 and the first quarter of 2009 EBITDAS were elevated by a portion of beds in the Lodge which were billed on a take-or-pay basis for which full revenues were earned that did not have associated catering and housekeeping costs. This resulted in additional EBITDAS of approximately \$661,000 in the first quarter of 2010 and \$2,631,000 in the first quarter of 2009. This effect is not expected to continue on a go forward basis. The first quarter of 2009 included higher equipment rental costs as both craft-style beds and other support equipment was being rented for the site. The magnitude of the difference was approximately \$522,000. The first quarter of 2010 included the final \$300,000 of costs related to the

correction of moisture accumulation issues at the Executive Lodge. Normalizing for these items, adjusted EBITDAS as a percentage of revenue for the first quarter of 2010 would have remained at 45% and the first quarter of 2009 would have been 33%.

In the fourth quarter of 2009, employees at the BlackSand site undertook a union certification vote. Based on the outcome of this vote, the Alberta Labour Relations Board certified the union as the exclusive agent to represent the employees at the site. Management entered into negotiations with the union and signed a collective agreement in March 2010. The Q1 2010 results do not include the impact of the unionization as it was effective April 1, 2010. Had the agreement been in place during Q1 2010 the impact would have been an increase in labour costs of approximately \$875,000.

Conventional Camp Rental and Catering

Revenues from open camp and rig camp operations, which include both bed rental and provision of catering and housekeeping services, for the three months ended March 31, 2010 were \$6,537,000 as compared to \$10,134,000 for the same period in 2009, a decrease of 35%. The decrease was driven by overall lower volumes, as bed rental days were 42,006 for the three months ended March 31, 2010 as compared to 57,224 for the same period in 2009. Revenues on a bed rental day basis were consistent at approximately \$156 per day in the first quarter of both 2010 and 2009.

Volumes from both open camps and rig camps were down significantly due to the challenging economic times and the timing and location of customer projects. Utilization for the three months ended March 31, 2010 was approximately 26% as compared to 64% in the same period of 2009. This decrease was due partially to a decline in volume, but primarily as a result of the acquisition of approximately 640 additional rig camp beds late in 2009, after the majority of rig camp contracts had been secured for the 2010 winter drilling season.

Revenue from the provision of catering and housekeeping only services with no associated bed rentals, for the three months ended March 31, 2010 were \$2,879,000 as compared to \$3,307,000 in the same period in 2009. Catering only mandays were 25,540 in the first quarter of 2010 as compared to 41,202 for the same period in 2009. A large portion of the revenue in the first quarter of 2009 came from operations based in remote locations in Nunuvut and the Northwest Territories supporting both oil and gas exploration projects and mining and infrastructure work. This activity was significantly reduced in the current period. Catering only operations related to third party rig camps was also reduced.

Revenue from other sources, including ancillary rental equipment, for the three months ended March 31, 2010 was \$702,000 as compared to \$618,000 in the same period in 2009. This equipment is primarily support and auxiliary rental equipment that accompanies camp rentals.

Camp and space sales revenue

Camp and space sales revenues for the three months ended March 31, 2010, were \$5,693,000 as compared to \$4,605,000 for the same period in 2009. Orders for newly manufactured units were up 18% as compared to the prior year when projects were either put on hold or cancelled. Used equipment sales remained unchanged over the first quarter of 2009. Revenues came mainly from one large contract and several smaller projects instead of all small projects in the first quarter of 2009.

Rental revenue

Space rental revenues for the three months ended March 31, 2010 were \$502,000 compared to \$642,000 in the same period 2009. The decline of \$140,000 is from continued competitive downward pressure on rental rates which was partially offset by an 8% increase in fleet utilization.

Service revenue

Revenues from service work for the three months ended March 31, 2010, were \$5,997,000 as compared to \$4,376,000 in the same period of 2009. Service revenues were higher in the quarter mainly driven by the completion of the larger manufacturing project which extended throughout the quarter.

EBITDAS from the operations other than BlackSand in the 3 months ended March 31, 2010 were \$3,783,000 or 17% of revenue as compared to \$7,508,000 or 32% of revenue for the same period of 2009. The decrease in EBITDAS as a percentage of revenue is driven primarily by the volume decreases in conventional camp rental and catering and a higher proportion of lower margin service work.

Matting

Matting revenue is comprised of mat rental revenue, mat sales, installation, transportation, service, and other revenue as follows:

(000's except rental days and mats)	Three months ended March 31		Increase / (Decrease) \$	Increase/ (Decrease) %
	2010	2009		
Mat rental revenue	\$ 1,129	\$ 905	\$ 224	25%
Mat sales revenue	3,659	1,523	2,136	140%
Installation, transportation, service and other revenue	4,702	2,699	2,003	74%
Total revenue	\$ 9,490	\$ 5,127	\$ 4,363	85%
EBITDAS	\$ 2,005	\$ 1,037	\$ 968	93%
Operating earnings (loss)	\$ 546	\$ (598)	\$ 1,144	191%
Mat rental days	496,281	305,638	190,643	62%
Average mats in rental fleet	13,156	13,437	(281)	(2%)
Mats sold				
New mats	2,055	1,226	829	68%
Used mats	4,351	1,109	3,242	292%
Total mats sold	6,406	2,335	4,071	174%

Revenue from the Matting segment for the three months ended March 31, 2010 were \$9,490,000 as compared to \$5,127,000 for the same period of 2009.

Mat rental revenue for the three months ended March 31, 2010 were \$224,000 higher than the three months ended March 31, 2009. This increase was driven by higher mat rental days of 496,281 in the first quarter of 2010 compared to 305,638 in the same period 2009, driven by both oil sands and shale gas activity. Rentals continued to strengthen throughout the first quarter of 2010, March having 293,000 rental days as compared to 112,000 rental days in the month of March 2009. The increase in mat rental days was partially offset by lower rental rates. Mat rental rates for the first quarter of 2010 were \$2.27 per day as compared to \$2.96 per day in the same period in 2009. Rates declined throughout 2009 as a result of competitive pressures, with fourth quarter rates averaging \$2.19 per day.

Mat sales revenue for the three months ended March 31, 2010 were \$3,659,000 as compared to \$1,523,000 for the same period in 2009. The total number of mats sold was significantly higher as customers have started new projects in the oil sands and shale gas regions of Alberta and British Columbia. Revenue per mat sold in the first quarter 2010 was \$571, down from \$652 in the first quarter of 2009; the decrease was primarily driven by sales of a higher proportion of used mats to new mats during the quarter as used mats sell at a discount to new mats.

Installation, transportation, service and other revenue for the three months ended March 31, 2010 were \$4,702,000 as compared to \$2,699,000 for the same period in 2009. The increase was from trucking and installation associated with the increased mat sales and increased mat rental days, \$903,000, the remainder is related to the sale of geotextiles used in road-building projects.

EBITDAS for the three months ended March 31, 2010 was \$2,005,000 or 21% of revenue in the first quarter 2010 as compared to \$1,037,000 or 20% of revenue in the same period 2009. The increase of \$968,000 in EBITDAS from the first quarter of 2009 to the first quarter of 2010 is attributable to increased volumes in all areas. EBITDAS generated from rentals and sales were both lower due to reduced pricing, but these effects were offset by slightly better margins on service work and trucking services.

Marine Services

Marine Services revenue is comprised of tug and barge revenue, barge camp revenue, and rental and other revenue as follows:

(000's)	Three months ended March 31		Increase/ (Decrease)	Increase/ (Decrease)
	2010	2009	\$	%
Tug revenue	\$ -	\$ -	\$ -	0%
Barge revenue	-	-	-	0%
Barge camp revenue	-	1,282	(1,282)	(100%)
Rental and other revenue	233	473	(240)	(51%)
Total revenue	<u>\$ 233</u>	<u>\$ 1,755</u>	<u>\$ (1,522)</u>	<u>(87%)</u>
EBITDAS	\$ (140)	\$ 891	\$ (1,031)	(116%)
Operating (loss) earnings	\$ (438)	\$ 599	\$ (1,037)	(173%)

Revenue from the Marine Services segment for the three months ended March 31, 2010 were \$233,000 as compared to \$ 1,755,000 the same period in the prior year. Revenues in the first quarter of 2009 were primarily related to equipment rentals in support of winter drilling programs which did not take place in the first quarter of 2010.

EBITDAS and operating earnings for the three months ended March 31, 2010 were lower by \$1,031,000 and \$1,037,000 respectively, this directly related to the reduction in overall activity in the region.

Corporate

Corporate costs are the costs of the head office which include the Executive Chairman, President and Chief Executive Officer, Chief Financial Officer, Vice President of Safety, Corporate Secretary, Corporate Accounting staff, and associated costs of supporting a public company. Costs for the three months ended March 31, 2010 were \$2,116,000 as compared to \$1,785,000 in the same period in 2009. This increase of \$331,000 is related to additional staff and higher incentive compensation estimates based on the increased level of activity anticipated in 2010.

Other Items

Foreign exchange loss

Foreign exchange loss for the quarter ended March 31, 2010 was \$32,000 as compared to a gain of \$7,000 in the quarter ended March 31, 2009. The loss in the quarter ended March 31, 2010 is a result of the decrease in value of the Corporations US dollar denominated accounts due to the exchange rate change.

Interest income

The interest income for the three months ended March 31 2010 was \$360 compared to \$6,000 in the three months ended March 31, 2009, interest income of \$6,000 was earned on related party loans provided as well as deposits held as guarantees.

Interest on operating lines of credit and long-term debt

Interest on operating lines of credit and long-term debt for the quarter ended March 31, 2010 was \$525,000 as compared to \$499,000 in the same period of 2009. The interest expense increase is attributable to the service costs of refinancing. The weighted average amount of debt held of \$32,377,000 in the period ended March 31, 2010 as compared to \$45,994,000 in the three months ended March 31, 2009.

Earnings on equity investments

The earnings on equity investments of Mackenzie Valley Logistics Inc. ("Mackenzie Valley"), and Mackenzie Delta Integrated Oilfield Services Ltd. ("MDIOS") were a loss of \$47,000 in the three months ended March 31, 2010 as compared to loss of \$94,000 in the three months ended March 31, 2009.

Income taxes

Income tax expense increased to \$1,078,000, an effective tax rate of 49.2%, for the three months ended March 31, 2010 from \$1,029,000, an effective tax rate of 21.8%, for the three months ended March 31, 2009. Included in the March 31, 2010 tax expense is a \$300,000 onetime adjustment related to the consolidation of the Corporation's variable interest entities. If tax expense is adjusted for this effect, it results in an adjusted tax expense of \$778,000, an effective tax rate of 35.5%.

Share repurchase

The Corporation was granted approval from the Toronto Stock Exchange for a normal course issuer bid to repurchase up to a maximum of 7,426,978 common shares of the Corporation over the period from July 24, 2009 to July 23, 2010. All shares repurchased will be cancelled. As at May 5, 2010, 5,185,000 common shares had been repurchased and cancelled for a weighted average purchase price of \$1.23 excluding transaction costs.

Subsequent Events

On April 26, 2010, the Corporation announced an agreement for the design, manufacture, transportation and installation of a 2,700 person construction camp for a major Canadian resource project. The camp is comprised of approximately 830 units with completion scheduled for May 2012. Total value of the contract is \$104,000,000 with 45% of the work scheduled to occur in 2010, 50% in 2011 and 5% in 2012.

Liquidity and Capital Resources

The Corporation has a strong working capital position and borrowing capacity as set out below:

(000's)	March 2010	December 2009
Current assets	\$ 47,762	\$ 41,596
Operating lines of credit	6,900	6,900
Current liabilities excluding borrowings ⁽¹⁾	20,736	14,459
Current portion of long-term debt	1,828	1,939
Current liabilities	29,464	23,298
Working capital ⁽²⁾	18,298	18,298
Bank borrowing		
Operating lines of credit	6,900	6,900
Senior secured revolving term facility	30,900	29,100
Total Bank borrowings	37,800	36,000
Available bank lines ⁽³⁾⁽⁴⁾	60,000	80,000
Borrowing capacity ⁽⁵⁾	22,200	44,000

(1) Calculated as the sum of bank indebtedness, accounts payable and accrued liabilities, deferred revenue and income taxes payable.

(2) Calculated as current assets less current liabilities.

(3) For 2010, includes \$60,000,000 available to Horizon.

(4) For 2009, includes \$80,000,000 available to Horizon.

(5) Calculated as available bank lines less total bank borrowing.

At March 31, 2010, Horizon's working capital position of \$18,298,000 was unchanged from 2009 levels of \$18,298,000 with total bank borrowings increasing to \$37,800,000 at March 31, 2010 from \$36,000,000 at December 31, 2009. Bank borrowings were increased to fund capital additions and ongoing operations.

Horizon renewed its revolving credit and senior secured revolving term credit facilities in February 2010. The credit facilities were renewed for an additional 16 months, with the maturity date on the senior secured revolving term facility and operating line extended to July 2, 2011. The interest rate on the operating line was increased to the bank prime rate plus 1.25% and the senior secured revolving term facility remained unchanged at the bank prime rate plus 1.50%. Borrowing capacity under the senior secured revolving term facility was reduced from \$60,000,000 to \$40,000,000 at management's request to better align borrowing capacity with anticipated borrowing requirements.

During the quarter ended March 31, 2010, the Corporation added capital assets of \$13,241,000 (\$6,043,000 – March 31, 2009). Capital spending was concentrated on; the BlackSand expansion, rental fleet replacement, and additions to the blast resistant structures rental fleet. Management evaluates and manages its capital spending plans taking into account proceeds from disposals, which for the period ended March 31, 2010 totalled \$4,100,000.

The Corporation does not anticipate having any issues with respect to credit facility covenant violations. The Corporation is in compliance with its four debt covenants on its bank borrowings as set out below:

Debt Covenant	March 31, 2010
Current ratio ⁽¹⁾ – must be greater than 1.2:1	1.62:1
Debt ⁽²⁾ to EBITDAS ⁽³⁾⁽⁴⁾ – must be less than 2:1	1.5:1
Debt service coverage ⁽⁵⁾ – must be greater than 1.5:1	9.0:1
Debt ⁽²⁾ to total capitalization ⁽⁶⁾ – must be less than 0.5:1	0.21:1

(1) Current ratio is calculated as ratio of current assets to current liabilities.

(2) Calculated as the sum of operating lines of credit and long-term debt.

(3) EBITDAS (Earnings before interest, taxes, depreciation, amortization, accretion of notes payable, gain/loss on disposal of property, plant and equipment and stock based compensation) is not a recognized measure under Canadian generally accepted accounting principles (GAAP). Management believes that in addition to net earnings, EBITDAS is a useful supplemental measure as it provides an indication of the Corporation's ability to generate cash flow in order to fund working capital, service debt, pay current income taxes and fund capital programs. Investors should be cautioned, however, that EBITDAS should not be construed as an alternative to net earnings determined in accordance with GAAP as an indicator of the Corporation's performance. Horizon's method of calculating EBITDAS may differ from other entities and accordingly, EBITDAS may not be comparable to measures used by other entities.

(4) Debt to EBITDAS is calculated as the ratio of debt to trailing 12 months EBITDAS.

(5) Debt service coverage is calculated as the ratio of trailing 12 months EBITDAS less cash taxes to debt service. EBITDAS less cash taxes is calculated as the trailing 12 months EBITDAS less trailing 12 months current tax expense. Debt service is calculated as the sum of trailing 12 months interest expense on operating lines of credit, trailing 12 months interest expense on long-term debt and current portion of long-term debt.

(6) Debt to total capitalization is calculated as the ratio of debt to total capitalization. Total capitalization is calculated as the sum of debt and shareholder's equity.

Quarterly Summary of Results

(000's except per share amounts)	Three months ended
	March 2010
Revenue	\$ 44,122
EBITDAS	9,451
Operating earnings (loss)	2,855
Net earnings (loss)	1,112
Net earnings (loss) per share	\$0.01
Net earnings (loss) per share - diluted	\$0.01

(000's except per share amounts)	Three months ended				Year ended
	March 2009	June 2009	September 2009	December 2009	December 2009
Revenue	\$ 40,577	\$ 43,660	\$ 33,872	\$ 31,842	\$ 149,951
EBITDAS	12,390	15,547	5,379	1,172	34,488
Operating earnings (loss)	5,410	9,395	(227)	(5,121)	9,457
Net earnings (loss)	3,702	5,883	(105)	(4,024)	5,456
Net earnings (loss) per share	\$0.03	\$0.05	-	(\$0.04)	\$0.05
Net earnings (loss) per share - diluted	\$0.03	\$0.05	-	(\$0.04)	\$0.05

(000's except per share amounts)	Three months ended				Year ended
	March 2008	June 2008	September 2008	December 2008	December 2008
Revenue	\$ 41,409	\$ 28,943	\$ 53,692	\$ 56,735	\$ 180,779
EBITDAS	12,170	4,809	14,273	13,891	45,143
Operating earnings (loss)	6,758	(1,051)	7,453	6,926	20,086
Net earnings	4,535	(1,150)	5,004	(106,338)	(97,949)
Net earnings per share	\$0.04	(\$0.01)	\$0.05	(\$0.96)	(\$0.89)
Net earnings per share - diluted	\$0.04	(\$0.01)	\$0.05	(\$0.96)	(\$0.89)

The conventional Camp & Catering operations derive a substantial portion of their revenue from servicing customers in Canada's conventional oil and gas industry. The ability to move equipment in the Canadian oil and gas fields is dependent on weather conditions. As warm weather returns in the spring, the winter's frost comes out of the ground rendering many secondary roads incapable of supporting the weight of heavy equipment until they have thoroughly dried out. The duration of this "spring breakup" has a direct impact on the activity levels of the Camp & Catering segment. In addition, many exploration and production areas in Northern Canada are accessible only in winter months when the ground is frozen hard enough to support equipment. The timing of freeze up and breakup affects the ability to move equipment in and out of these areas. As a result, late March through May was traditionally the segment's slowest time.

The year ended December 31, 2008 saw the inclusion of the operations of Northern Trailer ("Northern") for the full year. Northern's customer base is concentrated in industries such as mining, forestry and infrastructure that operate on a year round basis. As such, the addition of Northern helps mitigate seasonality factors that affect the conventional Camp & Catering operations. The BlackSand Executive Lodge was completed and operations began in the third quarter of 2008, with the majority of its capacity under contract to a large oil sands producer through the end of the year.

In the second quarter of 2009, Horizon completed contract negotiations with respect to the BlackSand Executive Lodge/facilities. Horizon worked with its major customer to accommodate their reduced camp accommodation needs in light of deteriorating economic conditions and their reduced capital spending program. In exchange for certain contractual changes, a contract cancellation fee of \$8.0 million was agreed to and included in the results of Q2 2009. Over the last half of 2009 Horizon undertook an intense remediation project at BlackSand to correct moisture accumulation issues. The project was successfully completed in early 2010. The expansion of the the craft camp by 230 beds was completed in February of 2010, while the Lodge expansion was started with completion of the additional 148 beds by the end of the second quarter 2010.

In the third quarter of 2009, Horizon invested in the development of a new product line by acquiring Paramount Structures Inc. ("Paramount"). Paramount has developed a unique blast resistant structure for use at refineries and petrochemical plants to protect employees whose jobs take them close to potential blast sources. Paramount's products were in the final stages of design development with production beginning in the fourth quarter of 2009. The first quarter of 2010 saw the first units go out on rent, generating revenue from rentals and the associated install and transport.

Utilization of Horizon's manufacturing facilities declined in 2009, with the effect most clearly showing in the fourth quarter of 2009 through reduced camp sales activity. Late in 2009, Horizon expanded the manufacturing capacity in its Grande Prairie, Alberta and Kamloops, British Columbia facilities. The first quarter of 2010 saw utilization increase with several large manufacturing projects undertaken.

The Matting segment's services are utilized to allow operations to gain access to areas with soft ground conditions. As a result, the busiest time for its rental operations is typically between spring breakup and winter freeze up. Mat rental activity increased significantly in 2009 with increased utilization levels driven primarily by shale gas exploration projects in northeastern British Columbia which ramped up throughout the year. 2009 results saw a significant decline in the number of mats sold as customers reduced capital spending in conjunction with the economic downturn experienced throughout 2009. This was especially evident in the third and fourth quarters of 2009 as economic conditions intensified, and had a negative effect on installation, transportation and service revenues. In the first quarter of 2010 the matting business improved significantly over the first quarter of 2009 with stronger mat rentals and increased mat sales.

The Corporation operates marine transportation equipment in Canada's northern regions. Due to winter climate conditions, northern waterways are only usable by tug and barge traffic from approximately mid-June to mid-October each year. As a result, the Corporation's marine transportation services revenue are typically concentrated in this period of each year. In 2009, this activity was reduced significantly due to the general reduction in activity levels in the Northwest Territories. Some of the Corporation's barges and barge camps were used to facilitate winter projects in the 2008 winter drilling season which contributed revenues in the first quarter of 2009. This activity did not occur in the 2009 winter drilling season and therefore was not evident in the first quarter of 2010.

Risks and Uncertainties

Volatility of Oil, Natural Gas and Mining Industry Conditions

The demand, pricing and terms for Horizon's Camps & Catering, Matting, and Marine Services businesses depends upon the level of industry activity for oil, natural gas and mineral exploration and development in the western Canadian provinces and territories. Industry conditions are influenced by numerous factors over which Horizon has no control, including: the level of oil and gas and mineral prices; expectations about future oil and gas and mineral prices; the cost of exploring for, producing and delivering oil and gas and minerals; the expected rates of declining current production; the discovery rates of new oil and gas and mineral reserves; available pipeline and other oil and gas transportation capacity; demand for oil, gas and minerals; worldwide weather conditions; global political, military, regulatory and economic conditions; and the ability of oil and gas and mining companies to raise equity capital or debt financing for exploration and development work.

The level of activity in the oil and gas and mineral exploration and production industries is volatile. No assurance can be given that expected trends in oil and gas and mineral production activities will continue or that demand for transportation services will reflect the level of activity in the industry. Any prolonged substantial reduction in oil and natural gas and mineral prices would likely affect oil and gas and mineral production levels and therefore affect the demand for services to oil and gas and mining customers. A material decline in oil or gas or mineral prices or industry activity in any of the areas in which Horizon operates could have a material adverse effect on Horizon's business, financial condition and results of operations.

Status of Northern Development Projects

Horizon has positioned its businesses to participate in northern development projects that currently have not received final regulatory approval, including the Mackenzie Valley gas pipeline project and offshore drilling projects. As of May 5th, 2010 the Mackenzie Valley gas pipeline project has moved through the affected community public hearing stage of the approval process, and Canada's National Energy Board (NEB) has completed hearings and heard final arguments from the various applicants and intervenors. Final regulatory approval decisions are not expected to be received until later in 2010. No assurance can be given that this and other large development projects will ultimately receive approval to proceed.

Recent events related to drilling projects in the Gulf of Mexico have already translated into increased regulatory scrutiny regarding offshore drilling projects in both Canada and the United States. These events could have a negative impact on both the timing and economics surrounding offshore drilling projects in the Arctic.

Seasonal Operations

Each of Horizon's businesses has slightly different seasonal aspects. Camps & Catering is exposed to the seasonality of the western Canadian oil and gas drilling industry where the busiest months are January through March and the slowest months are April through June. The Matting segment is busiest in the spring and summer months of April through September when soft ground conditions hinder the movement of heavy equipment. The marine services segment operates in Canada's northern regions where waterways are usable by tug and barge traffic from approximately mid-June to mid-October each year. As a result, Horizon's marine transportation revenue is concentrated in this period of each year.

Competition

Horizon provides Camps & Catering, Matting and Marine Services primarily to oil and gas and mineral exploration and production companies in the western Canadian provinces and northern Canada. The service businesses in which Horizon operates are highly competitive. To be successful, Horizon has to provide services that meet the specific needs of its clients at competitive prices. The principal competitive factors in the markets in which Horizon operates are service, quality, availability, reliability and performance of equipment used to perform its services, technical knowledge and experience, safety records and ongoing safety programs and price. Horizon competes with several competitors that are both smaller and larger than it is. These competitors offer similar services in all geographic areas in which Horizon operates. As a result of competition, Horizon's business, financial condition and results of operations could be adversely affected.

Reduced levels of activity in the oil and natural gas and mining industries can intensify competition and result in lower revenue to Horizon. Variations in the exploration and development budgets of oil and natural gas and mining companies, which are directly affected by fluctuations in energy prices and mineral prices, the cyclical nature and competitiveness of the oil and natural gas and mining industries and governmental regulation, will have an effect upon Horizon's ability to generate revenue and earnings.

Credit Risk

A substantial portion of Horizon's accounts receivable are with customers involved in the oil and gas and mining industries, whose revenues may be impacted by fluctuations in commodity prices. Collection of these receivables could be influenced by economic factors affecting the oil and gas and mining industries.

Additional Funding Requirements

Horizon's cash flow may not be sufficient to fund its ongoing activities at all times. From time to time, Horizon may require additional financing. Failure to obtain such financing on a timely basis could cause Horizon to miss certain acquisition opportunities or reduce its operations. If Horizon's revenues decrease, it will affect Horizon's ability to expend the necessary capital to maintain its operations. If Horizon's cash flow from operations is not sufficient to satisfy its capital expenditure requirements, there can be no assurance that additional debt or equity financing will be available to meet these requirements or available on terms acceptable to Horizon.

Issuance of Debt

From time to time, Horizon may enter into transactions to acquire assets or the shares of other corporations. These transactions may be financed partially or wholly with debt, which may increase Horizon's debt levels above industry standards. Horizon may require additional equity and/or debt financing that may not be available or, if available, may not be available on favourable terms. Neither Horizon's articles nor its by-laws limit the amount of indebtedness that Horizon may incur. The level of Horizon's indebtedness from time to time could impair its ability to obtain additional financing in the future on a timely basis to take advantage of business opportunities that may arise.

Labour Relations

The largest component of Horizon's overall expenses is salary, wages, benefits and payments to employees, agents and contractors. Any significant increase in these expenses could impact the financial results of Horizon. In addition, Horizon will be at risk if there are any labour disruptions. Horizon believes that it has and will continue to foster a positive relationship with employees, agents and contractors.

Aboriginal Relationships

A key part of Horizon's business strategy is based on developing and maintaining positive relationships with the aboriginal people and communities in the areas where Horizon operates. These relationships are important to Horizon's operations and customers who desire to work on traditional aboriginal lands. The inability to develop and maintain relationships and to be in compliance with local requirements could adversely affect Horizon's business strategy, growth and profitability.

Agreements and Contracts

The business operations of Horizon depend on successful execution of performance-based contracts. The key factors which will determine whether a client will continue to use Horizon will be service quality and availability, reliability and performance of equipment used to perform its services, technical knowledge and experience, safety record and ongoing safety programs and competitive price. There can be no assurance that Horizon's relationship with its customers will continue, and a significant reduction or total loss of the business from these customers, if not offset by sales to new or existing customers, could have a material adverse effect on Horizon's business, financial condition and results of operations.

Significant Customer

In the quarter ended March 31, 2010, 20% of the Corporation's revenue was attributable to one customer. Under Horizon's multi-year contract with this customer, these significant contributions to consolidated revenues are expected to continue, although at a reduced percentage of total revenues. The loss of this contracted source of revenue could have a substantial negative impact on the Corporation's future results from operations.

Reliance on Key Personnel

Horizon's success depends in large measure on certain key personnel. The loss of services of such key personnel could have a material adverse effect on Horizon. Horizon does not have key person insurance in effect for management. The contributions of these individuals to the immediate operations of Horizon are likely to be of central importance. Investors must rely upon the ability, expertise, judgment, discretion, integrity and good faith of the management of Horizon.

Camp Permits

In most cases, permits issued by government agencies are required to set up and operate remote work camp facilities. The issuance of permits is dependent upon water and waste treatment alternatives available, road traffic volumes and fire conditions in forested areas. Failure to receive or renew permits could have a negative impact on the business of the Camps & Catering segment.

Government Regulation

The operations of Horizon are subject to a variety of federal, provincial and local laws of Canada, including laws and regulations relating to health and safety, the conduct of operations, the protection of the environment, the operation of equipment used in its operations and the transportation of materials and equipment it provides for its customers. Horizon invests financial and managerial resources to ensure such compliance. Although such expenditures are generally not material to service providers, such laws or regulations are subject to change. Accordingly, it is impossible for Horizon to predict the cost or impact of such laws and regulations on its future operations.

Environmental Regulation

The Government of Canada and provincial governments in areas where Horizon does business have been working through various forms of regulation and legislation focused on climate change and greenhouse gas emissions. Future federal legislation, together with provincial emission reduction requirements may require the reduction of emissions or emissions intensity from Horizon's operations and facilities and those of its customers. These requirements may result in increased operating costs and capital expenditures for oil and gas and mining industry participants, thereby decreasing the demand for Horizon's services.

Management is unable to predict the impact of potential emissions targets and it is possible that changes could adversely affect Horizon's business, financial condition and results of operations. These regulations would likely result in higher operating costs for our customers in the region, putting further pressure on project economics, and may also impair Horizon's ability to provide its services economically.

Other Risks

Due to the nature of Horizon's business, it is subject to a number of regulations, environmental laws and risks associated with lawsuits arising from accidents and claims. Horizon manages these risks through a combination of quality management, training and by securing insurance coverage to protect the assets of Horizon in the event of litigation.

Critical Accounting Estimates

This Management's Discussion and Analysis of the Corporation's financial condition and results of operations is based on its consolidated financial statements which are prepared in accordance with Canadian generally accepted accounting principles ("Canadian GAAP"). The presentation of these financial statements in conformity with Canadian GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. These estimates and judgments are based on historical experience and on various assumptions that are believed to be reasonable under the circumstances. Anticipating future events cannot be done with certainty, therefore these estimates may change as new events occur, more experience is acquired and as the Corporation's operating environment changes.

The accounting estimates believed to be the most difficult, subjective or complex judgments and which are the most critical to the reporting of results of operations and financial positions are as follows:

Impairment of Long-Lived Assets

Long-lived assets, which include property, plant and equipment, intangible assets and goodwill, comprise the majority of the Corporation's assets. Management assesses the carrying value of long-lived assets on a periodic basis for indications of impairment. Indications of impairment include an ongoing lack of profitability and significant changes in our competitors' positions in the market. When an indication of impairment is present, a test for impairment is carried out by comparing the carrying value of the asset to its net fair value. If the carrying amount is greater than the net fair value, the asset would be considered impaired and an impairment loss would be recognized to reduce the asset's carrying value to its estimated fair value.

Impairment of Goodwill

The Corporation records goodwill relating to acquisitions when the total purchase price exceeds the fair value for accounting purposes of the net identifiable assets and liabilities of the acquired company. The goodwill balance is assessed for impairment annually at year-end or as events occur that could result in an indication of impairment. Impairment is recognized based on the fair value of the reporting segment compared to the book value of the segment. If the fair value of the segment is less than the book value, impairment is measured by allocating the fair value to the net identifiable assets as if the entity had been acquired in a business combination for a purchase price equal to its fair value. Any excess of fair value over the amounts assigned to the net identifiable assets is the fair value of the goodwill. Any excess of the book value of goodwill over this implied fair value of goodwill is the impairment amount. Impairment is charged to earnings in the period in which it occurs.

Goodwill is stated at cost less impairment and is not amortized. During the fourth quarter of 2009, Horizon completed its annual goodwill assessment and concluded that the carrying value of goodwill of the Corporation was not impaired.

Depreciation & Amortization

Horizon's property, plant and equipment and its intangible assets are depreciated and amortized based upon estimates of useful lives and salvage values. These estimates may change as more experience is gained, market conditions shift or new technological advancements are made.

Income Taxes

The Corporation uses the asset and liability method which takes into account the differences between financial statement treatment and tax treatment of certain transactions, assets and liabilities. Future tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Valuation allowances are established to reduce future tax assets when it is more likely than not that some portion or all of the asset will not be realized. Estimates of future taxable income and the continuation of ongoing prudent tax planning arrangements have been considered in assessing the utilization of tax losses. Changes in circumstances and assumptions and clarifications of uncertain tax regulations may require changes to the valuation allowance associated with the Corporation's future tax assets.

The Corporation's businesses and operations are complex and the Corporation executed a number of significant financings, business combinations and acquisitions in its history. The computation of income taxes payable as a result of these and other transactions involves many complex factors as well as the Corporation's interpretation of relevant tax legislation and regulations. The Corporation's management believes that the provision for income tax is adequate.

Changes in Accounting Policies

There have been no changes in accounting policies in the three months ended March 31, 2010.

Transition to International Financial Reporting Standards

In January 2006, the Canadian Accounting Standards Board ("AcSB") adopted a strategic plan for the direction of accounting standards in Canada. In February 2008, as part of its strategic plan, the AcSB confirmed that Canadian publicly accountable entities will be required to report under International Financial Reporting Standards ("IFRS"), which will replace Canadian GAAP for years beginning on or after January 1, 2011. An omnibus exposure draft was issued by the AcSB in the second quarter of 2008, which incorporates IFRS into the CICA Handbook and prescribes the transitional provisions for adopting IFRS. In March 2009, the AcSB issued a second omnibus exposure draft which confirms the IFRS transition date as January 1, 2011 for all Canadian publicly accountable enterprises. These standards will require the Corporation to begin reporting under IFRS in the first quarter of fiscal 2011 with comparative data for the prior year.

The Corporation commenced its IFRS transition project in the fourth quarter of 2008 which is comprised of three key phases: Initial assessment, Design and development and Implementation. Horizon has completed the initial assessment phase, which included retention of an independent accounting firm to perform a high level analysis of the differences between Canadian GAAP and IFRS and the potential effects of the IFRS conversion on Horizon's accounting policies, financial reporting, external disclosures, information systems and business processes. This assessment provided insight as to significant areas of difference, the extent of impact and difficulty of implementation.

Now in the Design and development phase, Horizon has a dedicated IFRS transition resource to manage the conversion project. As per the external initial assessment and internal review, areas of focus include:

- Property, plant and equipment
- Impairment of assets
- Revenue recognition
- Income taxes
- Share based payments
- Borrowing costs
- Presentation of financial statements.

This phase involves analysis of policy choices available and the IFRS 1 “First-Time Adoption” optional exemptions and mandatory exceptions and their impact on the Corporation’s financial statements. Draft resolution documents shall be presented to management and the Corporation’s external auditors for review and comments in the second quarter of 2010. As we have not yet finalized our accounting policy choices and IFRS 1 exemptions, we are unable to quantify the impact of the conversion to IFRS on our financial statements. Development of draft financial statement formats and quantification of changes are also included in this second phase and will continue through the second and third quarters of 2010.

The IFRS impact on internal control over financial reporting disclosure controls and procedures, business activities, financial reporting expertise and IT systems are also to be addressed:

- Management will ensure controls are sufficiently robust to address the resulting changes and that accurate information about the conversion process is communicated to our stakeholders.
- Management has been cognizant of the upcoming transition to IFRS and as such there are no foreseen issues with our counterparties or lenders.
- Training has been provided to key employees impacted by the conversion process and will continue throughout the transition. Technical training and information sessions will be presented to the board and/or audit committee as required. Horizon will continue to monitor standards development as issued by the International accounting Standards Board and the AcSB, as well as regulatory developments as issued by the Canadian Securities Administrators which may affect the timing, nature or disclosure of the adoption of IFRS.
- The final Implementation phase includes the integration of the identified solutions into processes and financial systems required for the conversion to IFRS and the comparative reporting required for the year of transition. The required system and process changes will be integrated as confirmed and validated. Resource assessment and discussions with the IT department are underway. Preliminary assessments have confirmed comparative data anticipated is adequately captured with our current systems.

As the transition project progresses and outcomes are identified, Horizon may change its intentions between the time of communication of these key milestones and the changeover date. Further, changes in regulation or economic conditions at the date of the changeover or throughout the project may result in changes to the transition plan communicated above.

Financial Instruments and Risk Management

(a) Overview:

The Corporation is exposed to a number of different financial risks arising from normal course business operations as well as through the Corporation’s financial instruments comprised of cash and cash equivalents, trade accounts receivable, trade accounts payable and accrued liabilities, income taxes receivable and payable and long-term debt. These risk factors include credit risk, liquidity risk, and market risk including currency exchange risk and interest rate risk.

The Corporation’s risk management practices include identifying, analyzing and monitoring the risks faced by the Corporation. The following presents information about the Corporation’s exposure to each of the risks, the Corporation’s objectives, policies and processes for measuring and managing risk, and the Corporation’s management of capital.

(b) Credit risk:

Credit risk is the risk that a customer will be unable to pay amounts due causing a financial loss. The Corporation's practice is to manage credit risk by examining each new customer individually for credit worthiness before the Corporation's standard payment terms are offered. The Corporation's review may include financial statement review, credit references, or bank references. Customers that lack credit worthiness transact with the Corporation on a prepayment only basis.

The Corporation constantly monitors individual customer trade receivables, taking into consideration industry, aging profile, maturity, payment history and existence of previous financial difficulties in assessing credit risk. A formal review is performed each month for each subsidiary, focusing on amounts which have been outstanding for periods which are considered abnormal for each customer. The Corporation establishes an allowance for doubtful accounts for specifically identifiable customer balances which are assessed to have credit risk exposure.

The following shows the aged balances of accounts receivable:

(000's)	March 2010	December 2009
Neither impaired nor past due	\$ 11,367	\$ 5,234
Impaired	646	647
Outstanding 31-60 days	4,723	2,727
Outstanding 61-90 days	2,030	2,002
Outstanding more than 90 days	1,950	2,410
Total	\$ 20,716	\$ 13,020
Allowance for doubtful accounts	(646)	(647)
Accrued revenue	8,364	2,222
Other receivables	786	8,623
Total accounts receivable	\$ 29,220	\$ 23,218

In the year ended March 31, 2010, the Corporation provided an allowance for \$1,000 of receivables aged greater than 90 days and also collected \$1,000 on amounts which had previously been allowed for. The Corporation also applied \$1,000 of allowance for doubtful accounts against the associated receivable balance. As at May 5, 2010 the Corporation has collected \$582,000 and \$8,000,000 on amounts outstanding more than 90 days and other receivables respectively.

(c) Liquidity risk:

Liquidity risk is the risk that the Corporation will encounter difficulty in meeting obligations associated with financial liabilities. The Corporation believes that it has access to sufficient capital through internally generated cash flows and committed credit facilities to meet current spending forecasts.

To manage liquidity risk, the Corporation forecasts operational results and capital spending on a regular basis. Actual results are compared to these forecasts to monitor the Corporation's ability to continue to meet spending forecasts. In addition, the Corporation's credit facilities in place at March 31, 2010 are the following:

- \$20,000,000 revolving credit facility secured by a floating charge on land, a first floating charge on all present and after-acquired real property, and a first ranking security interest in all personal property of the Corporation and its wholly owned subsidiaries. Interest is payable at the bank prime rate plus 1.25% (March 31, 2010 – 3.50%).
- \$40,000,000 senior secured revolving term facility secured by a floating charge on land, a first floating charge on all present and after-acquired real property, and a first ranking security interest in all personal property of the Corporation and its wholly owned subsidiaries. Interest is payable at the bank prime rate plus 1.50% (March 31, 2010 – 3.75%).

The following shows the timing of cash outflows relating to trade and other payables and funded debt.

(000's)	March 2010		December 2009	
	Trade and other payables ⁽¹⁾	Funded debt ⁽²⁾	Trade and other payables ⁽¹⁾	Funded debt ⁽²⁾
Year 1	\$ 20,736	\$ 8,728	\$ 14,459	\$ 8,839
Year 2	-	15,197	-	13,166
Year 3	-	16,450	-	15,554
Year 4	-	2,288	-	3,425
Year 5	-	3,523	-	3,718
	\$ 20,736	\$ 46,186	\$ 14,459	\$ 44,702

(1) Trade and other payables include bank indebtedness, accounts payable and accrued liabilities, deferred revenues.

(2) Funded debt includes operating lines of credit and long-term debt. Horizon's senior secured revolving term facility reached its term on February 1, 2010. The facility was renewed and extended to its next renewal date of July 2, 2011 and has been assumed to be termed out on the next renewal date. Cash flows of Horizon's note payable have been recorded according to estimated utilization of specific equipment.

(d) Market risk:

Market risk is the risk or uncertainty arising from possible market price movements and their impact on future performance of the Corporation. The market price movements that could adversely affect the value of the Corporation's financial assets, liabilities and expected future cash flows include foreign currency exchange risk and interest rate risk. As the Corporation's exposure to foreign currency exchange risk and interest rate risk is limited, the Corporation does not currently hedge its financial instruments.

Foreign currency exchange risk

The Corporation has limited exposure to foreign currency exchange risk as sales and purchases are typically denominated in Canadian Dollars (CAD). The Corporation's exposure to foreign currency exchange risk arises from the purchase of some raw materials which are denominated in U.S. Dollars (USD). Raw material purchases affect inventory, capital assets, cost of goods sold and depreciation expense balances, therefore, sensitivity analysis is limited to cash used in operating activities. The effect of a \$0.01 increase in the USD/CAD exchange rate would decrease cash used in operating activities for the period ended March 31, 2010 by approximately \$10,000 (\$1,000 – March 31, 2009). This assumes that the quantity of USD raw material purchases in the period ended March 31, 2010 remains unchanged and that the change in the USD/CAD exchange rate is effective from the beginning of the year.

Interest rate risk

The Corporation is exposed to interest rate risk as changes in interest rates may affect interest expense and future cash flows. The primary exposure is related to the Corporation's revolving and senior secured revolving term facility which bear interest at rates of prime plus 1.25% and prime plus 1.50%, respectively. If prime were to have increased by 1%, it is estimated that the Corporation's net earnings would have decreased by approximately \$80,000 for the quarter ended March 31, 2010 (\$112,000 – March 31, 2009). This assumes that the amount and mix of fixed and floating rate debt in the quarter ended March 31, 2010 remains unchanged and that the change in interest rates is effective from the beginning of the year.

Outstanding Shares

Horizon has 105,214,863 voting common shares issued and outstanding with a book value of \$170,598,000 or \$1.62 per share as at March 31, 2010.

Off Balance Sheet Financing

Horizon has no off balance sheet financing.

Contractual Obligations and Contingencies

There have been no changes to Horizon's contractual obligations and contingencies for the year ended March 31, 2010.

Management's Report on Disclosure Controls and Procedures and Internal Control Over Financial Reporting

Disclosure Controls & Procedures

Disclosure controls and procedures (DC&P) are designed to provide reasonable assurance that all relevant information is gathered and reported to management, including the Chief Executive Officer (CEO) and the Chief Financial Officer (CFO), on a timely basis so that appropriate decisions can be made regarding public disclosure.

As at December 31, 2009, an evaluation was carried out, under the supervision of the CEO and the CFO, of the effectiveness of the design and operation of Horizon's DC&P as defined by National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings.

Based on that evaluation, the CEO and CFO concluded that Horizon's DC&P were not effective, due to the weaknesses discussed in internal control over financial reporting below, to ensure that information required to be disclosed in the reports that Horizon files or submits under Canadian securities legislation is recorded, processed, summarized and reported within the time periods specified therein.

As at March 31, 2010 there were no changes in Horizon's DC&P that occurred during the three months ended March 31, 2010 that have materially affected, or are reasonably likely to materially affect, Horizon's DC&P. Management will continue to periodically evaluate Horizon's DC&P and will make any modifications from time-to-time as deemed necessary.

Internal Controls Over Financial Reporting

Internal controls over financial reporting (ICFR) are designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external reporting purposes in accordance with Canadian GAAP. Management is responsible for establishing and maintaining adequate ICFR.

Horizon's ICFR includes policies and procedures that pertain to the maintenance of records that provide reasonable assurance that transactions are recorded as necessary to permit preparation of the financial statements in accordance with Canadian GAAP and that receipts and expenditures are being made only in accordance with authorizations of management and directors; pertain to the maintenance of records that in reasonable detail accurately and fairly reflect transactions and disposition of assets; and are designed to provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of assets that could have a material effect on annual and interim consolidated financial statements.

Because of inherent limitations, ICFR can only provide reasonable assurance and may not prevent or detect all misstatements. Additionally, projections of an evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies and procedures may deteriorate.

As at December 31, 2009, an evaluation was carried out, under the supervision of the CEO and the CFO, of the effectiveness of Horizon's ICFR based on the framework and criteria established in *Internal Control – Integrated Framework*, issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

Based on this evaluation, management has concluded that the design and operating effectiveness of Horizon's ICFR was not effective as of March 31, 2010. Horizon, due to its corporate structure, decentralized operations and strategy of growth through acquisition does have weaknesses in its ICFR. The nature of Horizon's structure and operations raises a risk of misstatements with respect to the handling of complex and non-routine accounting and tax related transactions. This weakness is mitigated by management and board reviews and by utilizing outside consultants with the appropriate expertise when the need arises and by developing in-house expertise or recruiting the necessary personnel with the expertise to mitigate these risks. However, there is no guarantee that a material misstatement would be prevented.

In spite of these weaknesses, the CEO and the CFO have concluded, as of the date hereof, that Horizon's internal controls over financial reporting have been designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with GAAP.

Limitations on the Effectiveness of Disclosure Controls and Procedures and Internal Control over Financial Reporting

Because of their inherent limitations, DC&P and ICFR may not prevent or detect misstatements, errors or fraud. Control systems, no matter how well conceived or implemented, can provide only reasonable, not absolute, assurance that the objectives of the control systems are met.

Changes in Internal Control over Financial Reporting

During the three months ended March 31, 2010, Horizon made the following changes to internal controls over financial reporting:

- A designated individual was hired in the Corporate Head Office to co-ordinate and manage all aspects of Horizon's IFRS conversion project.

Transactions with related parties

Description of related party		March 2010	March 2009
Corporation of which a director of Horizon is an officer	Purchases	\$ -	\$ 12,000
	Sales	-	-
	Included in trade accounts receivable	-	8,000
Corporation of which a director of Horizon is a director and a director and officer of Horizon is a director	Purchases	56,000	4,000
	Sales	24,000	17,000
	Included in trade accounts receivable	2,000	-
	Included in trade accounts payable	10,000	4,000
Corporation which is a significantly influenced investee	Included in trade accounts receivable	66,000	161,000
	Included in trade accounts payable	-	14,000
Corporation which is a significantly influenced investee	Purchases	-	-
	Sales	58,000	1,532,000
	Recovery of administrative overhead charged	22,500	57,000
	Included in trade accounts receivable	45,000	917,000
	Included in trade accounts payable	-	-
Corporation which is a significantly influenced investee	Included in trade accounts receivable	-	4,000
Corporation which is a jointly controlled investee	Purchases	-	1,000
	Sales	-	1,000
	Rent charged	25,000	25,000
	Recovery of administrative overhead charged	15,000	33,000
	Included in trade accounts receivable	2,000	54,000
Corporation which is jointly controlled by a director of Horizon	Rent paid	14,000	14,000

All related party transactions in the normal course of operations have been measured at the agreed to exchange amounts, which is the amount of consideration established and agreed to by the related parties and which is similar to those negotiated with third parties.

Caution Regarding Forward-Looking Information and Statements

Certain statements contained in this Management Discussion and Analysis (“MD&A”), constitute forward-looking statements or information. These statements relate to future events or future performance of Horizon. All statements other than statements of historical fact are forward-looking statements. The use of any of the words “*anticipate*”, “*plan*”, “*continue*”, “*estimate*”, “*expect*”, “*may*”, “*will*”, “*project*”, “*predict*”, “*potential*”, “*should*”, “*believe*” and similar expressions are intended to identify forward-looking statements.

In particular such forward-looking statements include under the Heading “Outlook Q1 2010” the statement that “from a financing perspective, the Company’s combined cash flow and borrowing capacity on our credit lines is sufficient to support our existing plans”.

The foregoing statement is based on the assumption that there will be no significant adverse changes to the cash flow or borrowing capacity of the Company, however, there is a risk that anticipated cash flow and borrowing capacity could be impaired to the point that the Company may not be able to finance its existing plans.

HORIZON NORTH LOGISTICS INC.

Consolidated Balance Sheets

March 31, 2010 and December 31, 2009 (Unaudited)

(000's)	March 2010	December 2009
Assets		
Current assets:		
Cash	\$ -	\$ 3,724
Accounts receivable	29,220	23,218
Inventory	16,004	11,834
Prepaid expenses	1,906	1,830
Income tax receivable	632	990
	47,762	41,596
Other Assets	3,034	3,061
Property, plant and equipment, net (Note 4)	162,381	156,426
Intangible assets, net	33,198	35,320
Goodwill	2,136	2,136
Long-term investments (Note 5)	2,416	2,463
	\$ 250,927	\$ 241,002
Liabilities and Shareholders' Equity		
Current liabilities:		
Bank indebtedness	\$ 2,633	\$ -
Operating lines of credit	6,900	6,900
Accounts payable and accrued liabilities	15,570	12,391
Deferred revenue	2,533	2,068
Current portion of long-term debt (Note 6)	1,828	1,939
	29,464	23,298
Long-term debt (Note 6)	37,458	35,863
Future income tax liability	13,407	12,687
	80,329	71,848
Shareholders' equity:		
Share capital (Note 8)	245,353	245,353
Contributed surplus (Note 8)	12,144	11,812
Deficit	(86,899)	(88,011)
	170,598	169,154
	\$ 250,927	\$ 241,002

See accompanying notes to the consolidated financial statements.

HORIZON NORTH LOGISTICS INC.

Consolidated Statements of Operations and Deficit

Three months ended March 31, 2010 and 2009 (Unaudited)

<i>(000's) except per share amounts</i>	March 2010	March 2009
Revenue	\$ 44,122	\$ 40,577
Expenses:		
Cost of goods sold	6,047	4,695
Operating	25,663	21,085
General and administrative	2,929	2,414
Stock based compensation (recovery)	332	(89)
Depreciation of property, plant and equipment	4,009	4,759
Amortization of intangible assets	2,138	2,242
Loss on disposal of property, plant and equipment	117	68
Foreign exchange loss (gain)	32	(7)
	41,267	35,167
Operating earnings	2,855	5,410
Interest income	-	(6)
Interest expense on operating lines of credit	71	64
Interest expense on long-term debt	454	435
Accretion of notes payable (Note 6)	93	-
Loss on equity investments	47	186
Earnings before income taxes	2,190	4,731
Income taxes (Note 7)		
Current tax expense	358	124
Future tax expense	720	905
	1,078	1,029
Net earnings and other comprehensive income	1,112	3,702
Deficit, beginning of period	(88,011)	(93,467)
Deficit, end of period	\$ (86,899)	\$ (89,765)
Earnings per share:		
Basic	\$ 0.01	\$ 0.03
Diluted	\$ 0.01	\$ 0.03

See accompanying notes to the consolidated financial statements.

Subsequent event Note 10

HORIZON NORTH LOGISTICS INC.

Consolidated Statements of Cash Flows

Three months ended March 31, 2010 and 2009 (Unaudited)

<i>(000's)</i>	March 2010	March 2009
Cash provided by (used in):		
Operating activities:		
Net earnings	\$ 1,112	\$ 3,702
Items not involving cash:		
Depreciation of property, plant and equipment	4,009	4,759
Amortization of intangible assets	2,138	2,242
Future income tax expense	720	905
Stock based compensation (recovery)	332	(89)
Amortization of other assets	27	-
Accretion of notes payable (Note 6)	93	-
Loss on equity investments	47	186
Gain on sale of property, plant and equipment	(823)	(336)
	7,655	11,369
Changes in non-cash working capital items	(13,119)	(2,205)
	(5,464)	9,164
Investing activities:		
Purchase of property, plant and equipment	(8,841)	(6,043)
Purchase of intangibles	(16)	-
Proceeds on sale of property, plant and equipment	4,100	1,404
	(4,757)	(4,639)
Changes in non-cash working capital items	2,522	-
	(2,235)	(4,639)
Financing activities:		
Proceeds (repayment) of bank indebtedness	2,633	(628)
Repayment of operating lines of credit	-	(1,215)
Proceeds from long-term debt	11,743	-
Repayment of long-term debt	(10,352)	(1,942)
	4,024	(3,785)
Changes in non-cash working capital items	(49)	(233)
	3,975	(4,018)
Decrease in cash position	(3,724)	507
Cash, beginning of period	3,724	-
Cash, end of period	\$ -	\$ 507
Supplementary information:		
Income taxes paid	\$ 300	\$ 1,527
Interest income received	-	9
Interest paid	524	553

See accompanying notes to the consolidated financial statements.

HORIZON NORTH LOGISTICS INC.

Notes to the Consolidated Financial Statements (Unaudited), page 1

Three months ended March 31, 2010 and 2009

1. Basis of Presentation

(a) General

These unaudited interim consolidated financial statements for Horizon North Logistics Inc. (the "Corporation" or "Horizon") were prepared using accounting policies and methods of their application consistent with those used in the preparation of the Corporation's consolidated audited financial statements for the year ended December 31, 2009 except as noted in Note 2. These unaudited interim financial statements conform in all respects to the requirements of generally accepted accounting principles in Canada for annual financial statements with the exception of certain note disclosures regarding balance sheet items and transactions occurring prior to the current reporting period. As a result, these financial statements should be read in conjunction with the Corporation's consolidated audited financial statements for the year ended December 31, 2009.

(b) Nature of business

Horizon provides camp & catering, ground matting, and marine transportation services to oil and gas exploration and production companies, oilfield service companies and mining companies working on oil sands, mineral exploration and development, and conventional oil and gas projects primarily in western Canada.

2. Significant Accounting Policies

(a) Seasonality of operations

The Corporation's Camp & Catering segment derives a substantial portion of its revenue from servicing customers in Canada's oil and gas industry. The ability to move equipment in the Canadian oil and gas fields is dependent on weather conditions. As warm weather returns in the spring, the winter's frost comes out of the ground rendering many secondary roads incapable of supporting the weight of heavy equipment until they have thoroughly dried out. The duration of this "spring break up" has a direct impact on the activity levels of the Camp & Catering segment. In addition, many exploration and production areas in northern Canada are accessible only in winter months when the ground is frozen hard enough to support equipment. The timing of freeze up and break up affects the ability to move equipment in and out of these areas. As a result, late March through May is traditionally the segment's slowest time. Horizon's expansion into the Fort McMurray, Alberta oil sands region has reduced this seasonality as oil sands developments operate year-round and will provide a steadier source of activity for the segment.

The Matting segment's services are utilized to allow operations to gain access to areas with soft ground conditions. As a result, the busiest time for its rental operations is traditionally between break up and freeze up.

The Corporation operates marine transportation equipment in Canada's northern regions. Due to winter climate conditions, northern waterways are usable by tug and barge traffic from approximately mid-June to mid-October each year.

(b) Comparative figures

Certain prior period amounts have been reclassified to conform to the current period's presentation.

HORIZON NORTH LOGISTICS INC.

Notes to the Consolidated Financial Statements (Unaudited), Page 2

Three months ended March 31, 2010 and 2009

3. Acquisitions

For the year ended December 31, 2009:

On July 22, 2009, Horizon acquired all of the common shares of Paramount Structures Inc. ("Paramount") for cash of \$818,000. Paramount designs, manufactures, sells and rents modular blast resistant portable building solutions to customers with refinery and petrochemical plant operations. The purchase price and its allocation to assets and liabilities were as follows:

(000's)	Amount
Inventory	\$ 208
Property, plant and equipment	10
Intangible assets	293
Goodwill	472
Current liabilities	(237)
Future income tax assets	72
Total cash consideration	\$ 818

4. Property, Plant & Equipment

March 31, 2010 (000's)	Cost	Accumulated Depreciation	Net Book Value
Camp facilities	\$ 114,750	\$ 19,751	\$ 94,999
Tugs, barges & other marine equipment	18,433	4,987	13,446
Buildings	14,534	2,724	11,810
Automotive & trucking equipment	17,965	7,517	10,448
Mats	6,889	2,460	4,429
Land	7,858	-	7,858
Fuel supply & camp & catering equipment	9,972	3,010	6,962
Leasehold improvements	1,117	577	540
Manufacturing equipment	1,017	452	565
Furniture & fixtures & other equipment	903	558	345
Computer hardware & software	1,034	432	602
Capital assets under construction	10,377	-	10,377
	\$ 204,849	\$ 42,468	\$ 162,381

December 31, 2009 (000's)	Cost	Accumulated Depreciation	Net Book Value
Camp facilities	\$ 111,486	\$ 17,867	\$ 93,619
Tugs, barges & other marine equipment	18,276	4,755	13,521
Buildings	14,849	2,600	12,249
Automotive & trucking equipment	16,310	6,740	9,570
Mats	9,189	3,063	6,126
Land	8,029	-	8,029
Fuel supply & camp & catering equipment	9,738	2,724	7,014
Leasehold improvements	1,116	522	594
Manufacturing equipment	1,009	440	569
Furniture & fixtures & other equipment	814	435	379
Computer hardware & software	1,003	380	623
Capital assets under construction	4,133	-	4,133
	\$ 195,952	\$ 39,526	\$ 156,426

HORIZON NORTH LOGISTICS INC.

Notes to the Consolidated Financial Statements (Unaudited), Page 3

Three months ended March 31, 2010 and 2009

5. Long-Term Investments

(000's)	Mackenzie Valley	MDIOS	Beaufort	Total Investments
Balance December 31, 2008	\$ 1,343	\$ 948	\$ 1	\$ 2,291
Earnings (loss) on equity investment	(19)	190	-	171
Balance December 31, 2009	\$ 1,324	\$ 1,138	\$ 1	\$ 2,463
Earnings (loss) on equity investment	(48)	1	-	(47)
Balance March 31, 2010	\$ 1,276	\$ 1,139	\$ 1	\$ 2,416

6. Long-Term Debt

(000's)	March 2010	December 2009
Senior secured revolving term facility	\$ 30,900	\$ 29,100
Vehicle and equipment financing	231	197
Notes payable	8,155	8,505
	\$ 39,286	\$ 37,802
Less current portion	(1,828)	(1,939)
	\$ 37,458	\$ 35,863

The carrying value of Horizon's long-term debt approximates its fair value as the majority of the debt bears interest at variable rates.

7. Income Taxes

The provision for income taxes differs from that which would be expected by applying statutory rates. A reconciliation of the difference is as follows:

(000's)	March 2010	March 2009
Earnings before income taxes	\$ 2,190	\$ 4,731
Combined federal and provincial income tax rate	28.00%	29.00%
Expected income tax provision	613	1,372
Non-deductible stock based compensation (recovery)	93	(26)
Loss (earnings) on equity investments	13	(32)
Income taxes on variable interest entities	300	-
Change in estimated timing of realization of temporary differences	42	(327)
Other	17	42
	\$ 1,078	\$ 1,029

HORIZON NORTH LOGISTICS INC.

Notes to the Consolidated Financial Statements (Unaudited), Page 4

Three months ended March 31, 2010 and 2009

8. Share Capital

(a) Authorized

Unlimited number of voting common shares without nominal or par value

Unlimited number of preferred shares issuable in series

(b) Issued

	Number	Amount (000's)
Balance at December 31, 2008	110,400,363	\$ 257,505
Repurchased and cancelled shares	(5,185,500)	(12,095)
Share purchase costs	-	(57)
Balance at December 31, 2009	105,214,863	\$ 245,353
Balance at March 31, 2010	105,214,863	\$ 245,353

The Corporation was granted approval from the Toronto Stock Exchange for a normal course issuer bid to repurchase up to a maximum of 7,426,978 common shares of the Corporation over the period from July 24, 2009 to July 23, 2010. As at May 5, 2010, 5,185,500 common shares had been repurchased and cancelled for a weighted average purchase price of \$1.24 including transaction costs.

(c) Stock option plan

The Corporation has a stock option plan for its directors, officers and key employees whereby options may be granted, to a maximum of 10% of the issued and outstanding common shares, subject to terms and conditions. Stock option vesting privileges are at the discretion of the Board of Directors and were set at three years for the 2006 plan.

	Outstanding options	Weighted average exercise price per share \$	Options exercisable
Balance December 31, 2009	6,021,000	2.46	2,810,488
Granted	10,000	1.59	-
Forfeited	(51,000)	2.88	-
Balance March 31, 2010	5,980,000	2.45	3,073,325

HORIZON NORTH LOGISTICS INC.

Notes to the Consolidated Financial Statements (Unaudited), Page 5

Three months ended March 31, 2010 and 2009

8. Share Capital (continued)

(c) Stock option plan (continued)

The exercise prices for options outstanding at March 31, 2010 are as follows:

Exercise price per share	Number	Total options outstanding		Exercisable options	
		Weighted average exercise price per share \$	Weighted average remaining contractual life in years	Number	Weighted average exercise price per share \$
\$1.35 to \$1.40	2,587,500	1.37	4.7	-	1.37
\$1.50 to \$1.75	10,000	1.59	4.8	-	1.59
\$3.10 to \$3.25	2,022,500	3.24	2.0	1,821,659	3.24
\$3.26 to \$3.50	1,355,000	3.35	6.0	1,248,332	3.35
\$3.51 to \$3.75	5,000	3.56	2.2	3,334	3.56
	5,980,000	2.61	4.1	3,073,325	2.45

The Corporation calculated the fair value of the stock options granted using the Black-Scholes pricing model to estimate the fair value of the stock options issued at the date of grant. The weighted average fair market value of all options outstanding and the assumptions used in their determination are as follows: weighted average fair value per option \$1.13 (March 31, 2009 – \$1.47); weighted average expected life of 3.3 years (March 31, 2009 – 3.6), weighted average risk-free interest rate 3.3% (March 31, 2009 – 4.1%), and weighted average volatility 68.6% (March 31, 2009 – 58.0%).

(d) Contributed surplus

(000's)	Amount
Balance December 31, 2009	11,812
Stock based compensation	332
Balance March 31, 2010	12,144

(e) Per share amounts

A summary of the common shares used in calculating earnings per share is as follows:

	March 2010	March 2009
Weighted average common shares outstanding – basic	105,214,863	110,400,363
Effect of share purchase options	104,568	-
Weighted average common shares outstanding – diluted	105,319,431	110,400,363

HORIZON NORTH LOGISTICS INC.

Notes to the Consolidated Financial Statements (Unaudited), Page 6

Three months ended March 31, 2010 and 2009

9. Segmented Information

The Corporation operates in Canada through three business segments: Camps & Catering, Matting, and Marine Services. Camps & Catering includes camp rental and catering services as well as the manufacture, sale and repair of camps. Matting includes mat rental, installation, and fleet management services as well as the manufacture and sale of mats. Marine Services includes marine transportation of equipment, supplies and the rental of barge camps in Canada's northern regions.

Three months ended March 31, 2010 (000's)	Camps & Catering	Matting	Marine Services	Corporate	Inter-segment Eliminations	Total
Revenue	\$ 35,587	\$ 9,490	\$ 233	\$ -	\$ (1,188)	\$ 44,122
Operating earnings (loss)	5,184	546	(438)	(2,378)	(59)	2,855
Depreciation and amortization	4,459	1,335	295	73	(15)	6,147
Loss on disposal of PP&E	20	97	-	-	-	117
Stock based compensation	122	27	3	180	-	332
Total assets	201,158	27,664	17,927	4,178	-	250,927
Goodwill	2,136	-	-	-	-	2,136
Intangibles	25,511	7,687	-	-	-	33,198
Capital expenditures	6,911	1,797	253	31	(151)	8,841

Three months ended March 31, 2009 (000's)	Camps & Catering	Matting	Marine Services	Corporate	Inter-segment Eliminations	Total
Revenue	\$ 34,116	\$ 5,127	\$ 1,755	\$ -	\$ (421)	\$ 40,577
Operating earnings (loss)	6,932	(598)	599	(1,555)	32	5,410
Depreciation and amortization	5,137	1,556	289	51	(32)	7,001
Loss on disposal of PP&E	4	64	-	-	-	68
Stock based compensation	108	15	3	(215)	-	(89)
Total assets	189,527	30,282	19,474	7,141	(160)	246,264
Intangibles	30,794	9,996	-	-	-	40,790
Capital expenditures	5,349	465	32	197	-	6,043

10. Subsequent Event

On April 26, 2010 the Corporation announced that it had finalized an agreement for the design, manufacture, transportation and installation of a 2,700 person construction camp for a major Canadian resource project. The camp is comprised of approximately 830 units with completion scheduled for May 2012. Revenue from long-term fixed-price construction contracts are determined on the percentage of completion method, based on the ratio of costs incurred to date over the estimated total costs. Contract costs include all direct material and labour costs and those indirect costs relating to contract performance such as indirect labour, supplies, tools and repairs.

CORPORATE INFORMATION

DIRECTORS

Ethel Blondin-Andrew⁽³⁾⁽⁴⁾
Yellowknife, Northwest Territories

Roderick Graham⁽¹⁾⁽²⁾⁽³⁾
Calgary, Alberta

Steven Grant⁽¹⁾⁽²⁾
Houston, Texas

Bruce Mullen⁽¹⁾⁽²⁾
Calgary, Alberta

Russell Newmark⁽¹⁾⁽²⁾⁽³⁾
Calgary, Alberta

Ric Peterson
Calgary, Alberta

Shane Stampe⁽⁴⁾
Calgary, Alberta

Dean Swanberg⁽³⁾⁽⁴⁾
Grande Prairie, Alberta

- (1) Audit Committee Member
- (2) Compensation Committee Member
- (3) Governance and Nominating Committee Member
- (4) Health, Safety and Environment Committee Member

CORPORATE OFFICE

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WEB SITE

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OFFICERS

Ric Peterson
Executive Chairman

Bob German
President and Chief Executive Officer

Scott Matson
Vice President Finance and Chief Financial Officer

Bill Anderson
Vice President Health, Safety and Environment

Jan Campbell
Corporate Secretary

LEGAL COUNSEL

Borden Ladner Gervais LLP
Calgary, Alberta

AUDITOR

KPMG LLP
Calgary, Alberta

STOCK EXCHANGE LISTING

Toronto Stock Exchange
Symbol: HNL

TRANSFER AGENT

CIBC Mellon Trust Company
Calgary, Alberta