

EMPOWERING PROGRESS

18 Months In Review



BEAUVAL GENERAL STORE
EREN

2019 - 2020 Report to the Community



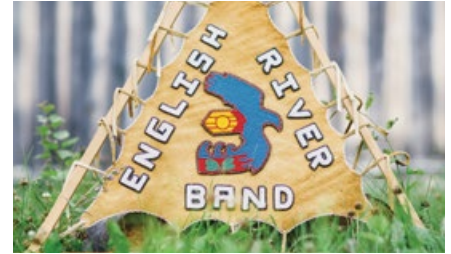
Des Nédhë Group
An English River First Nation Enterprise

AT A GLANCE

WE PARTNER. WE PROGRESS. WE DELIVER.

Drawing on our traditional values and entrepreneurial spirit, we deliver opportunities that benefit the members of English River First Nation.

In 2019 Des Nedhe Group saw continued growth across all the Des Nedhe-operated entities. More importantly, we continued to gain traction and build value-added relationships in new regions through a formalized strategic plan focused on economic self-determination for ERFN by 2025 with the following drivers:



Growth and Diversification

Pursue investment opportunities that support growth, add value, and diversify income streams.



National Representation

Increase reach, opportunities, and profit with a second Tron headquarters and strong Creative Fire team located in Ontario.



Powerful Partnerships

Develop mutually beneficial partnerships to compete with larger entities as a tier one organization, ultimately increasing employment and revenue opportunities for Des Nedhe and English River.



Social Responsibility

Create a plan to guide community investment based on the way we work; assessing new market entry, legacy, impact, and partners' priorities.



Workplace Safety

Promote a culture of workplace safety and wellness for employees.



Diversity and Inclusion

Ensure diversity is reflected at all levels across Des Nedhe companies and optimize local Indigenous employment wherever we operate.



With a strong strategy in place, we are proud to share our 2019 progress, the essential leadership shown through the early days of the pandemic, and our vision as we look ahead in this, our second annual report to the community under the new ERFN/Des Nedhe governance structure.

DES NEHDE: UP TO THE CHALLENGE



The past 18 months – including the 2019 business year for the Des Nedhe Group – brought plenty of change and some unique challenges.

There have been times in your company’s history when that meant “get ready for bad news.” But this is a new Des Nedhe – one built to adapt to change and to perform even under difficult and unpredictable circumstances.

So despite the numerous challenges of recent months, Des Nedhe remains strong. Our senior leadership team continues to build new partnerships, to pursue new opportunities in new markets, and to focus on creating long-term value for the people of English River First Nation.

A Stable, Steady Approach

In the past, Des Nedhe enjoyed incredible success during good times. We also know it struggled when dramatic changes in the uranium industry, for example, forced it to change course.

Our Board and management team have been working to build a business that can smooth those hills and valleys. That’s the key to long-term, predictable success, jobs for the members, and ultimately more wealth for the community.

To achieve this goal requires a belief that our company and our people can compete in any market, in any industry, and in any region. Your support for the Business Charter signed in 2018 started Des Nedhe on that path.

We have grown our existing operations and added new lines of business. We have been able to do this because our community, our Chief and Council, and our customers know we are committed to a plan that can fuel economic success and opportunities.

The Next Steps

In 2019 and to date in 2020, Des Nedhe landed significant contracts in Ontario and we look ahead to additional opportunities inside and outside Saskatchewan. To support that growth, our board welcomed a new member: David McFadden, a highly accomplished lawyer and

By working with experienced business leaders and following our plan for growth, I believe Des Nedhe will inspire a new generation of business leaders and entrepreneurs in the community.



businessperson who brings extensive experience in Ontario’s energy sector.

By working with experienced business leaders and following our plan for growth, I believe Des Nedhe will inspire a new generation of business leaders and entrepreneurs in the community. Our goal is to be a catalyst that will encourage more people from English River to consider their own path in business.

This Des Nedhe Group Annual Report tells the story of where we are and where we’re going. We’re grateful for your support along the way.

Paul Martin
Board Chair

DES NEDHE GROUP OF COMPANIES: STRONGER TOGETHER



This year's approach to our report is a little different. We felt we couldn't simply talk about 2019 given the unprecedented last six months, so this report includes some of the leadership and current realities of 2020 as well.

The pandemic threw a wrench in what was teed up to be Des Nedhe Group's (DNG) break out year, but we remain

proud of the strategy that's left us holding our own and forging forward in these uncertain times.

When Covid-19 hit, our first priority was the health and safety of our employees, customers and communities. That meant hitting pause on some much-anticipated new work for Tron in Ontario and doing a quick pivot to get some DNG employees set up from home. We watched as Chief and Council mobilized, as one of our employee's moms started sewing masks, and as Six Nations reached out for our support to weather this unprecedented storm.

Once again, the retail division showed itself to be the backbone of DNG, while increasing profit margins yet again and servicing the communities with essential supplies. Our employees at Grasswood Petro Canada, as well as at the Beauval and Patuanak stores, were truly on the front lines these past few months and we thank them for the dedication and commitment to serve safely in challenging circumstances.

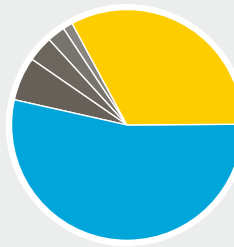
As we've moved away from a focus on one region and one industry, we've created incredible partnerships across the country that will add strength to our group of companies and bring new opportunities in the years ahead. By investing in ourselves and a forward-looking foundation we were thrilled to attract some new talent to the group of companies.

In this last year we welcomed Leanne Hall, previously the National lead for Deloitte's Indigenous Business Practice, as Chief Executive Officer for Creative Fire. Four years after we first acquired a partial stake in Creative Fire, in late 2019 we increased our ownership stake to 100%. In a short period of time, Leanne has expanded the agency's offerings with a focus on amplifying Indigenous voices, organizations and businesses across the country. Definitely watch this space.

As we grew and diversified, it became clear our infrastructure had to change as well. Included in that

ERFN Members at Work

In 2019, we had 82 band members earn paycheques from Des Nedhe.



- Tron Hourly Employees: **27**
- Retail Hourly Employees: **44**
- Salaried Employees: **11**

*DesNedhe (5), Tron (3), Board (2)
Retail (1)*

change is a full-service human resources department to support DNG. We are fortunate to have Kris Reynolds, an urban member of ERFN and DNG's longest-serving employee, working with Lacey Unrau whose leadership has transformed our approach and enabled DNG to go out to market with a strong and unified front. Bringing Lacey on in the role of Director of Human Resources is another example of our 2019 strategy to invest in people, processes, and systems to position us for a breakout year.

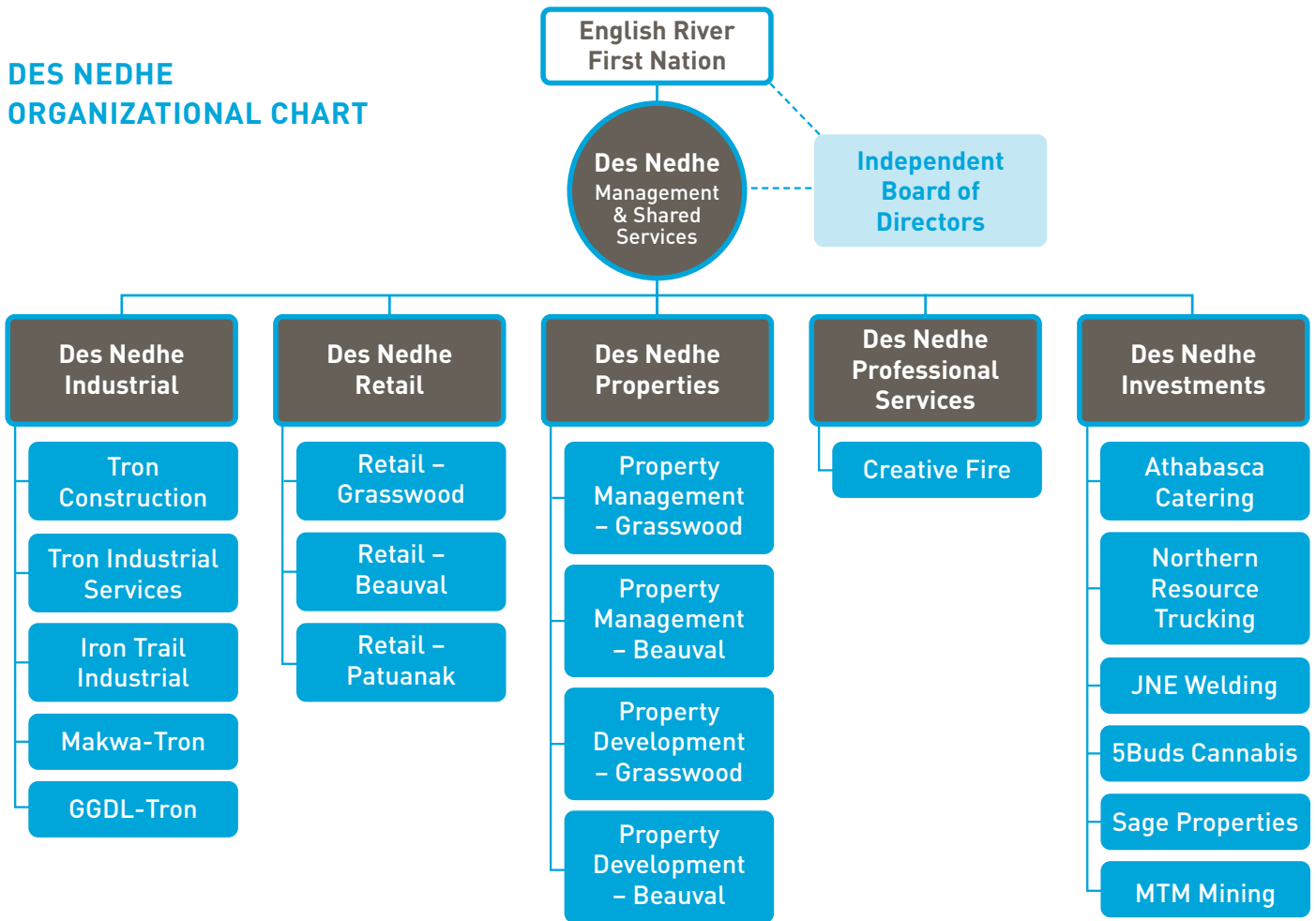
While 2020 won't be the year we planned for, we have a lot to be proud of in these last 18 months and a lot to look forward to in 2021. JNE had a record-breaking year, our cannabis retail business expanded in 2019 to Yorkton and North Battleford, and we made good on our go-national goal with a Tron office set up in Ontario. Our property group was successful in landing a government grant worth more than 2 million dollars to develop a sewer and wastewater facility. This clears the way for future development at Grasswood and essentially triples the value of those lands. Investing wisely in DNG has allowed us to expand and diversify, which should mean more jobs, more profits, and greater dividends paid to ERFN in the future.

Thank you to the community for your trust in us. We hope you enjoy this second annual report under the new ERFN/Des Nedhe governance structure and the positivity it shares.

Sean Willy
President & Chief Executive Officer

CORPORATE STRUCTURE

DES NEDHE ORGANIZATIONAL CHART



PARTNERSHIPS

Des Nedhe’s path to growth includes strategic partnerships between Tron and industry-leading partners to expand our service offering and geographic reach.

GGDL-Tron

A coming together of our economic development entities, but also our communities. English River First Nation and the George Gordon First Nation share many values, as well as the desire to see their members benefit and prosper while growing business capacity and employment prospects. This north-south joint venture strengthens our relationships with our southern clients and provides us with new opportunities.

Iron Trail Industrial

This JV between Tron and Prairie Machine is providing repair and maintenance work on large-scale mining equipment to the potash industry. The expansion into a new industry is giving band members the chance to develop new skills with the potential for long-term employment. Our track record for finding solutions for Mosaic resulted in a similar installation for Nutrien at the end of 2019.

Makwa-Tron

Tron’s JV with Makwa Development Corp., which is owned by members of Nawash First Nation, continues to gain momentum. It was created to provide services to Bruce Power in Ontario, and its first undertaking will be to deliver a major refurbishment project as part of one of the largest infrastructure projects in Canada.

RETAIL DELIVERS AND PLAYS A MAJOR ROLE ON THE FRONTLINES OF THE PANDEMIC



It's been quite a year for Don Tegenkamp and his staff of 47 people at the Beauval General Store. Nothing like some of the quiet days when he first opened the doors 12 years ago, where people would drive by thinking they were passing an arena. The general manager says things aligned – great weather, few fires, and lots of tourists to buy fresh groceries that resulted in 2019 being the store's strongest year on record.

Then came 2020. In the first week of the pandemic, sales tripled because people were stock-piling groceries. Tegenkamp says his team kept things clean and didn't miss a beat, seeing a 10% increase in sales week-to-week despite taking a hit when camps and mining exploration activities were impacted.

They truly were on the front lines, and as a result, Tegenkamp, his wife, and four staff contracted the Covid-19 virus.

Tegenkamp says he can't thank his friendly and loyal staff enough for the long hours and incredible service they continued to provide so people in the area could access supplies close to home. They truly were on the front lines, and as a result, Tegenkamp, his wife, and four staff (which includes one from the Patuanak store) contracted the Covid-19 virus.

At first the 68-year-old was quite concerned. "It felt like a bad flu, but after five days of isolation I felt energized enough to get out into the bush."

The store closed immediately on April 27 when the employee Covid tests came back positive, and stayed closed until May 5. During that time, store management spent hours collaborating with public health officials, ERFN community representatives, and Des Nedhe HQ support staff, developing new operating protocols and safety procedures.

The 7,500 sq. foot grocery store was forced to discard wrapped breads, produce, and dairy products as a precaution. Fresh meats were frozen in the store’s freezer but later sold at a discount. The incident impacted revenues of course, but the team’s efforts in ensuring employee and customer safety were exemplary.

The store reopened after a disinfectant fogging and washing all surfaces with a soap and bleach solution. Management limited customers to six at one time and introduced other precautionary measures such as floor directives, Plexiglas shields, masks, gloves, and hand sanitizer at entrances and with cashiers, and supplied masks to customers.

“I’ll never forget the spring of 2020,” says Tegenkamp. “We got through it and, at the first opportunity, our team was back. I can’t say how much respect I have for them coming back to work.”

The store is an important fixture for the community. It’s one of the largest employers for Beauval and Patuanak, and Tegenkamp has been committed to providing accessible groceries and supplies for the local people. “We are continuously working on our prices. We dropped milk prices to break-even, knowing there are many households on a limited income, and offered special pricing for weddings and funerals.”

Still, those days in isolation and the few weeks that followed led to some heavy thinking and a decision to retire at the



Patuanak Store

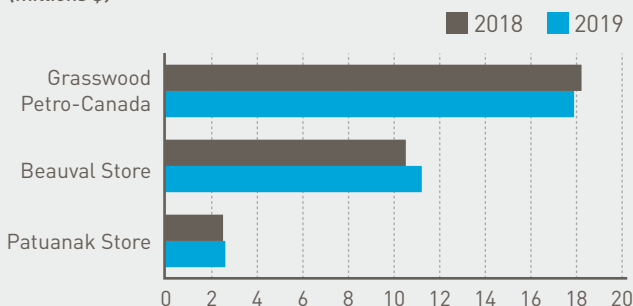
As always, our retail division is a stable revenue and employment generator for Des Nedhe Group and ERFN.

end of 2020. Tegenkamp is looking forward to more time with his two children and granddaughter. Des Nedhe thanks the Tegenkamps for their years of devoted service, and wishes them all the best in their retirement.

The Beauval store had a particularly strong year as we continue to see the benefits from the supplier change made earlier in 2019. At the Grasswood Petrocan location, revenue was down by a small amount due mostly to a challenging fuel market. We are still operating profitably at the Petrocan but we’re not seeing quite the same optimal market conditions we saw in 2018. At the Patuanak store, we had steady and predictable improvement, showing a slight revenue increase from 2018.

2019 Change in Retail Revenue

Change in Revenue Compared to 2018
(millions \$)



2019 RETAIL EMPLOYMENT

45 ERFN MEMBERS

45 ERFN Members worked in retail
44 hourly employees and one salaried

2019 NET INCOME IMPROVEMENT

\$213,096

More than net income achieved in 2018

2019 SNAPSHOT



2019 saw Tron continue to build on the foundations set in 2018. Revenues increased as the company started to experience the benefits of the business development efforts that took place in 2018. A significant milestone for the year was to build the Ontario side of the business. Tron successfully completed work at the Cameco Port Hope facility, bringing in a core team that forms the

basis of our Ontario operations, while maintaining and growing the foundational business in Saskatchewan and creating more opportunities for ERFN members. 2019 also saw the start of activity for the Iron Trail Joint venture with Prairie Machine, the team assembling mining machines for Mosaic at their flagship K3 mine site. The future focus is to continue diversifying the business to operate in numerous sectors, build revenue stability and sustainability all while focusing on safety, quality and adding value to our clients. I am proud of the team's efforts, their resiliency through these growth times and look forward to seeing the future success stories that follow.



Anthony Clark
President and CEO, Tron

Safety

Tron safety experienced some challenges during the 2019 period. Previous to this, Tron had operated Lost Time Injury (LTI) free for a number of years. The incidents sustained, however, were minor in nature and no one was severely harmed. The organization used this opportunity to drive a re-iterated safety focus and culture that challenged complacency in this function.

Going forward, we are focusing more on the cognitive side of worker safety culture and assessing the safety culture evolution of each individual as well as a total crew build up.

Quality

Tron successfully saw our ISO 9001:2015 certificate renewed after a successful external audit. As the level of activity increased in 2019, focus turned to excellence in workmanship in the field. With expanding teams and new Tron employees working at our sites, emphasis was put on downloading our quality culture that has proven successful for Tron in the past. Ensuring we have the correct combination of people, processes, and tools utilized in the field will continue to be a focus in 2020.

Ontario Headquarters

Tron continues to grow our national reach and, with increasing opportunities in Ontario, we now have a second official headquarters with an office in Burlington.

2019 TRON EMPLOYMENT

30 ERFN MEMBERS

30 ERFN Members worked for Tron
27 hourly employees and three salaried

2019 ended well for Tron and 2020 looks to be another year of growth. A foundational year of building trust and confidence with an expanded client base.



TOTAL REVENUE

\$23,268,508

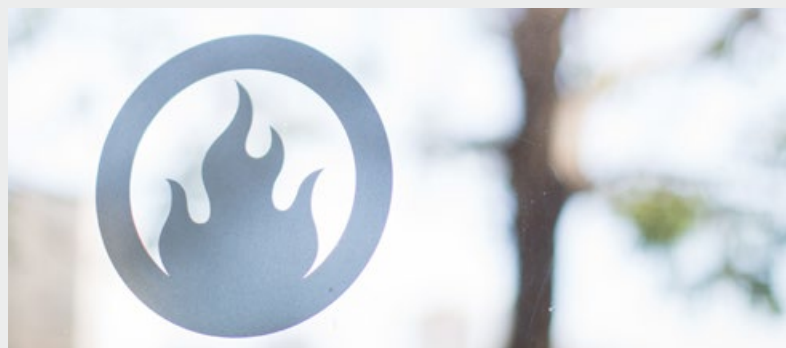
Up from \$16,142,735 in 2018

2019 NET INCOME IMPROVEMENT

\$391,537

More than net income achieved in 2018

CREATIVE



Des Nedhe’s growth plan goes beyond doing more of the same. It includes doing things differently – and doing different things.

In 2015, we made an initial investment in Creative Fire, which provided communications and creative support to companies like Cameco. After five years, we saw an opportunity to turn Creative Fire into a bigger, stronger and more sustainable business.

In November 2019, Des Nedhe made an additional investment to take full ownership of Creative Fire and we have been aggressively reshaping the company to be a national leader in communications, creative, and community engagement – all through the lens of Indigenous culture.

Leanne Hall, previously the National lead for Deloitte’s Indigenous Business Practice, took on the role of Chief Executive Officer and is helping the company gain its national foothold.

“From my experience at Deloitte, I know the demand for the type of work done by Creative Fire – especially given the understanding of First Nations culture and issues,” said Hall. “Now our team is opening doors that go beyond Saskatchewan and will lead to real long-term growth.”

“Creative Fire is outside the typical space for Indigenous businesses. We have a long list of people and potential clients who are excited to be a part of what we’re building.”

In the six months after Des Nedhe acquired full control, Creative Fire secured national partnerships with First Nations University and the MasterCard Foundation, laid the groundwork for major new clients in Ontario and other regions, and successfully recruited senior talent in Saskatchewan and Ontario to lead the business and mentor new staff.

As part of the growth plan, Creative Fire is also moving to our on-reserve property at Grasswood, giving it roots on English River land.

“The opportunity is greater than we imagined,” said Hall. “Creative Fire is outside the typical space for Indigenous businesses. We have a long list of people and potential clients who are excited to be a part of what we’re building.”

PROPERTY

INCREASING VALUE



Like the retail division, our property division is a stable revenue generator for Des Nedhe Group and ERFN.

Jeff Balon and the team worked hard to win a major federal grant – worth over \$2 million – that will pay for roughly half of a membrane bioreactor that will allow us to control our own sewer/wastewater on the Grasswood property. This greatly increases the value of the land and is already attracting new corporate and commercial interest. We are proud to see our development plan translating into increased value for English River.

The goal is to complete the civil works and building for the bioreactor prior to freeze up this fall and have the equipment delivered and assembled in the building this winter. The top soil was stripped and the area was graded at the end of 2019. That was a permanent improvement at a cost of approximately \$350,000.

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Occupancy

In early 2019, we achieved 100 percent occupancy at the Grasswood complex and began negotiating with potential partners to begin work on additional buildings at the site.

We lost a significant tenant – SIGA, from the 100 building late in the year, however, a new tenant – the Métis Nation of Saskatchewan, moved into a portion of the space. They signed a three-year sublease. One of our tenants – First Alliance, the economic development company of Battleford Agency Tribal Chiefs, renewed their sublease for a new three-year term.

REVENUE

\$1,199,999

Up from \$1,154,942 in 2018

OCCUPANCY

100%

PARTNERING FOR PROGRESS BRINGING NORTH AND SOUTH TOGETHER



Not scared to forge new paths, Des Nedhe Group moved to unite with a southern First Nation to form one of the province’s first joint ventures that includes both a northern and southern community.

Jordan Baptiste says the joint venture with George Gordon First Nation came together last summer after realizing there were opportunities to attract more work in the mining, power, and energy sectors.

“This partnership was a strategic move to capture larger pieces of work in southern areas of the province and differentiate from others. It allows us to compete with larger entities, acting as a tier one organization, to bring employment and revenue opportunities to both communities.”

George Gordon has a number of resource projects happening on their traditional territory. They see a JV with



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Tron as a good way to leverage opportunities from those projects.

“We have a lot of experience working with proponents, getting people working and businesses grown to generate revenue for community. It was a path George Gordon wanted to go down versus a lot of traditional joint ventures – and that’s how a community-to-community partnership began.”

Baptiste believes this JV has strengthened DNG’s relationships with clients in the south, and its formation is another way the group of companies is positioning for long-term success and portfolio growth.

THE POWER OF PARTNERS

Throughout its history, Des Nedhe has invested in companies that provide the potential to build our value. Entering these relationships diversifies our operations and knowledge base and extends our reach to new industries.



JNE WELDING

(30% DNG-owned; our Indigenous partner in ownership of JNE is Peter Ballantyne Group of Companies.)

2019 was marked by reaching an all-time high revenue of \$43.1M vs. a budget of \$39.1M and a strong bottom line of \$3.1M compared to a budget of \$1.6M. Given the slow start to the year, JNE had a busy and successful second half of 2019.

Looking back...

In 2018, Des Nedhe finalized the land purchase that was included in our initial investment with JNE – another building block in our long-term plan. As we had done in other areas, we made the decision that it was the right time to invest and exercised our option on the land that was included in our initial agreement. We applied a \$103,791 dividend generated by JNE toward the purchase and now have an additional asset with long-term value.

2019 saw Des Nedhe recoup close to \$500,000 in our investment via JNE and the land holding Sage Property and increase our land holdings to 25% from 14%. Des Nedhe expects a very similar year at JNE in 2020, and we should see close to the same dividends which would pay off our land purchase agreement.

5BUDS CANNABIS

(25% DNG-owned; our Indigenous partners in 5Buds are Athabasca Basin Development, Peter Ballantyne Group of Companies, and the Prince Albert Grand Council First Nations.)

As we continue to diversify away from just uranium sector work and work on our traditional territory, we have capitalized on the trend we are seeing of cannabis as a growth market. 5Buds opened two new retail locations in 2019 in Yorkton and North Battleford, to join the Warman location. 2019 was a continuation of the business start-up and further growth and expansion is expected for 2020.

OTHER DNG INVESTMENTS



GAMECHANGER YEAR

A critical element of our strategy to help ERFN reach economic self-determination by 2025, is having the internal infrastructure to grow, diversify, and improve. Creating Information Technology (IT) and Human Resources (HR) systems to serve all the entities have been important and intensive pieces of work over the last 18 months.

Under the direction of Lacey Unrau, two long-term employees were able to move beyond recruitment roles and into advisor positions to help create easy to access policies, procedures, and protocols across the group of companies. 2019 also involved a lot of internal review, target setting, and planning to position the company for success over the next few years.

The employee culture across Des Nedhe is very positive. We have created a “can-do” attitude full of optimism throughout the organization, that has attracted high-quality talent and new opportunities. Des Nedhe has positioned itself as a leader across the country with many different people wanting to be part of this “purpose-driven entity”. We need to ensure this culture is shared and maintained as we grow, and at the same time tell the ERFN story for all new employees.

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EMPLOYEE PROFILE



Kris Reynolds, an Urban band member of ERFN, is Des Nedhe’s longest serving employee. August 18, 2020 marks 17 consecutive years, plus two earlier years for a total of 19. She’s worked in a variety of areas across the company including reception, payroll, manager of equipment rental, and HR duties. She is currently working as a human resources advisor for the integrated HR service unit.

“I started when I was 19-years-old – I have grown up here. I’ve been really lucky to have experienced many different types of work within the group of companies, but I think HR is where I’ve been most drawn to. It’s because of the connection it provides to the band membership. I am so proud of the growth and diversification we’ve seen recently. It’s going to open so many more doors for our members from different types of construction to retail, marketing, and advertising. It’s a huge deal.

Our values really stem from English River and are a constant reminder that we want to benefit the community. I think we are unique in how committed we are. When it comes time, they are going to have to drag me out of here, and I really hope to be remembered for making a difference through the work I do.”



Traditional Dene Drummers performing at Grasswood during National Indigenous History Month

DES NEDHE GROUP: BY THE NUMBERS

TOTAL REVENUE:

\$57,394,358

Up from \$49.14 million in 2018

NET INCOME:

-\$571,450

An improvement over 2018 which was -\$1,010,137

Although Des Nedhe experienced two straight years of loss, we believe the right steps have been taken. In 2018, we focused on re-positioning and, in 2019, we invested in new internal systems and some key new people to allow for growth and diversification. All of this was to set the course for a breakout year in 2020. While we now know that will be delayed due to the pandemic, we are confident we are on the right track for a profitable year in 2021.

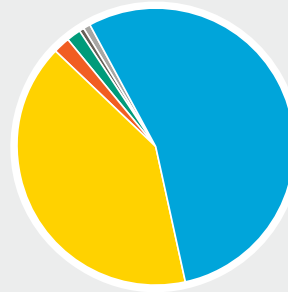
OPERATING OVERHEAD COSTS:

\$12,428,100

After a contraction in 2018, 2019 required us to staff up in important areas (particularly for Tron) to prepare for the big increase in work that was anticipated in 2020. These resources helped meet the needs in 2019 and are also in place for increased work in 2020 and 2021.

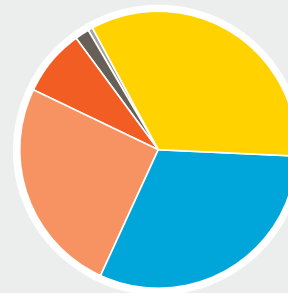
The efforts over the last few years were aimed to set the course for a breakout year in 2020. While we now know that will be delayed due to the pandemic, we are confident we are on the right track for a profitable year in 2021.

2019 Gross Revenue:



- Retail: 54.5%
- Construction & Mining: 40.5%
- Property: 2.1%
- Investments: 1.5%
- Marketing & Creative: 0.5%
- Other: 0.8%

2019 Operating Overhead Expenses:



- Construction & Mining: 33.7%
- Retail: 31.1%
- Corporate Administration: 25.2%
- Property Rental: 8.0%
- Marketing & Creative: 1.5%
- Equipment Rental: 0.5%

DES NEDHE LEADERSHIP

DES NEDHE MANAGEMENT

Des Nedhe

Sean Willy

President and Chief Executive Officer

Jamie Dickson

Vice President, Law, Property and Retail

Preston Kalyniuk

Senior Director of Finance, Controller

Trent Campbell

Manager, Community and Client Engagement

Lacey Unrau

Director, Human Resources

Tron

Anthony Clark

President and Chief Executive Officer

Mikhail Hanna

Vice President, Ontario

Retail/Property

Lorne Wolfe

Director, Property Management

Jeff Balon

Manager, Land Development

Jason Allen

Director, Retail

Creative Fire

Leanne Hall

Chief Executive Officer

Jordan Baptiste

Managing Director, Saskatchewan

DES NEDHE BOARD OF DIRECTORS

Des Nedhe's Board of Directors was selected based on the skills, experience, and insights needed to ensure the company's long-term success.

Melvina Aubichon – ERFN member, B. Comm. from the University of Saskatchewan, former ERFN Band Manager

Alfred Dawatsare – past Chief of ERFN, former President and Chief Executive Officer of Des Nedhe Development

Blair Davidson – Chartered Professional Accountant (CPA), extensive corporate, accounting, and board experience, member of the Institute of Corporate Directors (ICD)

Heather Forbes – President and Chief Executive Officer of Rite Way, extensive experience in corporate finance and agriculture

Paul Martin (Board Chair) – extensive experience in business leadership; coach/mentor to executives and CEOs, partner in Martin Charlton Communications

**David J. McFadden, Q.C.**

President

Generation Four Capital Corporation

We are eager to introduce our newest board member. David McFadden recently joined our board of directors and brings a wealth of knowledge and experience. A lawyer by trade, he was a partner in Gowling WLG for over 30 years where he acted for corporations, municipalities, and utilities involved in the generation, distribution, transmission, marketing, and financing of energy. He served on the Gowling WLG Executive Committee and

Board of Trustees and was Chair of the firm's Energy and Infrastructure Industry Group and International Management Committee.

David has extensive board experience and was named the Leader of the Year by the Ontario Energy Association in 2013.



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