PROVINCIAL JUDGES

AND MASTERS IN

CHAMBERS
(Registered and Unregistered)

PENSION PLANS

ANNUAL REPORT
for the year ended March 31, 2007

APA corporation

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Introduction

The Provincial Judges and Masters in Chambers (Registered and Unregistered) Pension Plans (referred to collectively as "the Plan") are contributory defined benefit plans for provincial court judges appointed under the *Provincial Court Act* and masters in chambers appointed under the *Court of Queen's Bench Act*. The Plan was established in 2001 with provisions retroactive to April 1, 1998. The Plan incorporates the recommendations of the 1998 and 2000 Judicial Compensation Commissions and replaced the previous Provincial Judges and Masters in Chambers Pension Plan which was established September 1, 1988. Prior to that date, judges and masters in chambers were contributing members of the Public Service Management Pension Plan.

The Plan rules are found in the *Provincial Judges and Masters In Chambers (Registered and Unregistered) Pension Plans Regulation* which is established pursuant to the *Provincial Court Act*, the *Court of Queen's Bench Act* and the *Interpretation Act*. The Minister of Finance is the administrator of the plan and investment manager of the funds. Administrative duties have been delegated to Alberta Pensions Administration Corporation (APA). Investment of the funds is managed by Alberta Investment Management. The Plan is audited annually by the Auditor General of Alberta.

Plan Profile

The Provincial Judges and Masters in Chambers (Registered and Unregistered) Pension Plans are defined benefit plans, which means upon retirement members will receive a pension based on their salary and years of pensionable service. The Plan is financed by contributions from participants and the Government of Alberta ("the Province") as well as investment earnings.

The Plan is made up of two parts. The Registered Plan provides benefits up to the maximum allowed for registered pension plans under federal tax rules. The Unregistered Plan provides benefits in excess of those limits.

The Registered Plan Fund has been established to fund the Registered Plan. It is financed by contributions from participants and the Province. From April 1, 2000 onward, the contribution rate to the Registered Plan for participants is 7.0 per cent of salary below the maximum pensionable salary limit allowed for registered plans under the Income Tax Act ("capped salary"). The Province pays the remaining costs and the contribution rate in effect at March 31, 2007 is 16.16 per cent of capped salary.

A Retirement Compensation Arrangement (RCA) Fund has been established to fund the Unregistered Plan. An RCA is, under federal tax rules, an approved means of providing a supplementary pension above the registered plan limits under the federal tax rules. It is administered separately from the Registered Plan Fund. The RCA Fund is also funded by contributions from participants and the Province. The contribution rate in effect at March 31, 2007 is 7.0 per cent of pensionable salary in excess of the capped salary allowed under the federal Income Tax Act for both participants and the Province. The contribution rate for the Province must equal or exceed the rate payable by participants.

Due to the tax treatment of the RCA Fund, contributions to and investment income from the RCA Fund are not large enough to provide for all the expected future benefit payments from the Unregistered Plan. As a result, the Province has established a Reserve Fund. The Reserve Fund is a separate regulated fund established and administered by the Province. It is reported in the Ministry of Finance consolidated financial statements and annual report. Only the Province makes contributions to the Reserve Fund. The contribution rate for the Province in effect at March 31 2007 is 34.61 per cent of salary in excess of the capped salary limit. The funds are then invested and reserved to meet future benefit payments.

Together, the Registered Plan and Unregistered Plan provide a pension based on 2 per cent of a member's highest average salary for years of pensionable service before April 1, 1998; 2.67 per cent of a member's highest average salary for years of pensionable service between April 1, 1998 to March 31, 2000 and 3 per cent of a member's highest average salary for years of pensionable service after March 31, 2000. Members attain their maximum benefit accrual date when their benefit accrual percentage reaches 70 per cent. Members are able to retire with an unreduced pension as early as age 60 if their age and years of pensionable service total at least 60. Members can retire with a reduced pension at age 55 if they have at least five years of pensionable service.

As of March 31, 2007, the Registered Plan had 124 active participants, five inactive participants and 88 pensioners. As of March 31, 2007, the Unregistered Plan comprised 124 active participants, three inactive participants and 70 pensioners.

Judges' Pension Plan Advisory Committee

Established in 2002, the Judges' Pension Plan Advisory Committee consists of five representatives – one member from the Ministry of Finance, two members from the Ministry of Justice and two non-voting members of the judiciary.

The Committee provides advice to the Minister of Finance on administration of the Plan and investment management of the Plan's funds.

Contributions

Registered Plan

The schedule below summarizes contributions to the Registered Plan for the year ended March 31, 2007:

Active Participants at March 31, 2007	**Contributions Received In the Year Ended March 31, 2007**			**Year Ended March 31, 2006**
	Participants ($ thousands)	Province ($ thousands)	Total ($ thousands)	Total ($ thousands)
124	823	1,651	2,474	3,529

Unregistered Plan

The schedule below summarizes contributions to the RCA Fund as well as the Reserve Fund for the year ended March 31, 2007:

	Contributions Received In the Year Ended March 31, 2007			**Year Ended March 31, 2006**
	Participants ($ thousands)	Province ($ thousands)	Total ($ thousands)	Total ($ thousands)
RCA Fund	1,063	1,063	2,126	2,134
Reserve Fund	N/A	7,400	7,400	6,019

Pension Benefits

During the year ended March 31, 2007, pension benefits paid from the Registered Plan totalled $4,648,000 to 92 pensioners (2006: $3,967,000 to 83 pensioners). Pension benefits paid from the Unregistered Plan totalled $987,000 to 74 pensioners (2006: $651,000 to 65 pensioners).

Twelve new pensions (including spousal pensions) were granted in each Plan, and three pensioners passed away during the year.

The schedule below categorizes the pensions in effect at March 31, 2007:

Dollar Value Per Month $	**Number of Pensions**	
	Registered Plan	Unregistered Plan
Advances*	8	8
1 to 999	0	38
1,000 to 1,999	11	12
2,000 to 2,999	12	10
3,000 to 3,999	18	5
4,000 and over	43	1
	92	74

*Pension advances are granted while a pension is being finalized.

On January 1, 2007, a cost-of-living adjustment (COLA) of 2.16 per cent was granted to those pensioners in receipt of a pension for one year or more with a proportionately smaller increase granted to those retiring during the 2006 calendar year. COLA is calculated at 60 per cent of the increase in the Alberta Consumer Price Index.

Plan Changes

In October 2006, following the recommendation of the 2006 Judicial Compensation Commission, an amendment was made to the *Provincial Judges and Masters in Chambers (Registered and Unregistered) Pension Plans Regulation (AR 196/2001)*. The amendment changed the determination of the “highest average salary” for those judges who retired after March 31, 2006 to the average of the highest three consecutive years’ salaries from the highest five. The amendment was made effective April 1, 2006.

Actuarial Valuation

An extrapolation of both the Registered and Unregistered Plans as at March 31, 2007, based on the actuarial valuation as at December 31, 2005, was carried out by Johnson Inc. The estimated accrued liability of the Registered Plan at March 31, 2007 is $96.2 million compared to $88.6 million a year earlier. The net assets available for benefits at March 31, 2007 are $102.3 million (2006: $94.4 million), producing an estimated surplus of $6.1 million (2006: $5.8 million).

The Unregistered Plan showed net assets available for benefits (including the reserve fund) of $69.5 million at March 31, 2007 (2006: $56.0 million) and an actuarial surplus of approximately $3.9 million (2006: deficiency of $4.4 million).

The Provincial Judges and Masters in Chambers (Registered and Unregistered) Pension Plan Regulation requires that an actuarial valuation be completed at least every three years.

Summary Information

The following table is provided for illustrative purposes only. Each of the Plan Funds is an independent entity and, as such, there is no right of offset of these individual liabilities and assets. Data is provided using fair value of assets (not actuarial or "smoothed" values), as presented in the respective financial statements.

	March 31, 2007	**March 31, 2006**
	($ thousands)	
Net assets available for benefits – Registered Plan	$ 102,279	$ 94,396
Net assets available for benefits – Unregistered Plan	11,143	9,927
Reserve fund assets	58,406	46,100
	171,828	150,423
Accrued benefits – Registered Plan	96,164	88,612
Accrued benefits – Unregistered Plan	65,611	60,475
	161,775	149,087
Excess of aggregate assets over aggregate accrued benefits	**$ 10,053**	**$ 1,336**

Administration

Administration of the Registered and Unregistered Plans is performed by APA. Administration expenses, excluding investment management costs, for the year ended March 31, 2007 were $97,000 (2006: $53,000) for the Registered Plan and $78,000 (2006: $63,000) for the Unregistered Plan.

The Plans' share of APA's operating and plan-specific costs was based on cost allocation policies approved by the Minister of Finance. These policies have been revised on a prospective basis effective January 1, 2006.

Investments – Registered Plan

Investment Performance

Based on the market value of assets, the Registered Plan posted an overall return of 11.0 per cent compared to 14.3 per cent last year. This year's return was 0.7 per cent greater than the Registered Plan's policy benchmark return of 10.3 per cent. The primary investment objective for the Registered Plan is to earn a before-tax, long-term real rate of return of 3.5 per cent. The real rate of return is the return earned above inflation; it measures the return after taking into account the decrease in the purchasing power of the Canadian dollar.

Investment Performance – Annual Returns
For the Years Ending March 31

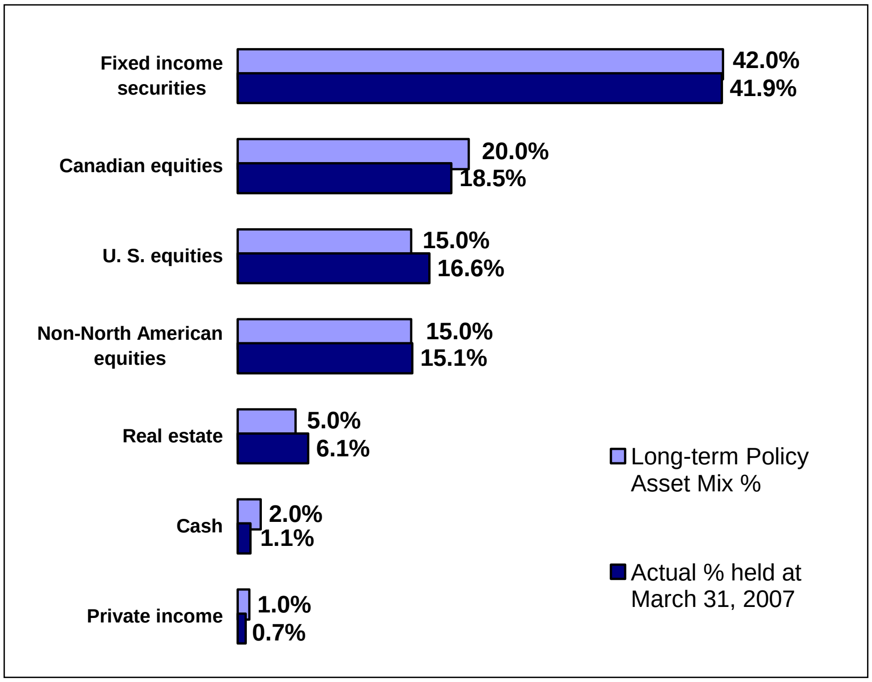
	2006-2007 %	2005-2006 %	2004-2005 %	2003-2004 %
Total fund (actual)	11.0	14.3	7.3	21.8
Policy benchmark	10.3	12.8	6.5	21.3
Value added	0.7	1.5	0.8	0.5

Investment Performance – Annualized Rates of Return
For the Periods Ending March 31

	One Year %	Two Years %	Three Years %	Four Years %
Total fund (actual)	11.0	12.6	10.8	13.5
Policy benchmark	10.3	11.5	9.8	12.6
Value added	0.7	1.1	1.0	0.9

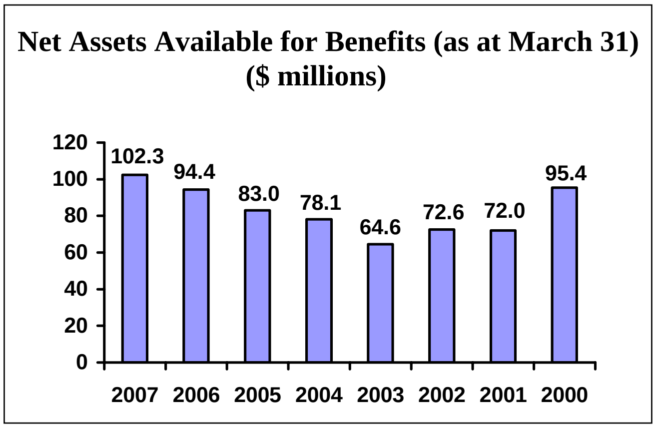
Asset Allocation

The Registered Plan's assets are allocated to capture the historically higher rates of return from equities. The chart below shows the Registered Plan's long-term policy asset mix compared to the actual asset mix held at March 31, 2007.



Change in Net Assets

At March 31, 2007, net assets available to pay benefits under the Registered Plan totalled $102.3 million, up $7.9 million or 8.4 per cent from $94.4 million at March 31, 2006.



Investments – Unregistered Plan

The Unregistered Plan is an RCA under the federal *Income Tax Act* that consists of two accounts: the RCA Fund and a refundable tax account. Half of the contributions from judges and masters in chambers and the Province are deposited in the RCA Fund. The other half of contributions and 50 per cent of the RCA Fund's realized income are forwarded to the Canada Revenue Agency and held in a refundable tax account. The refundable tax account does not earn interest. Refundable income tax is returned to the Unregistered Plan at the same rate when pension benefits are paid to participants and beneficiaries.

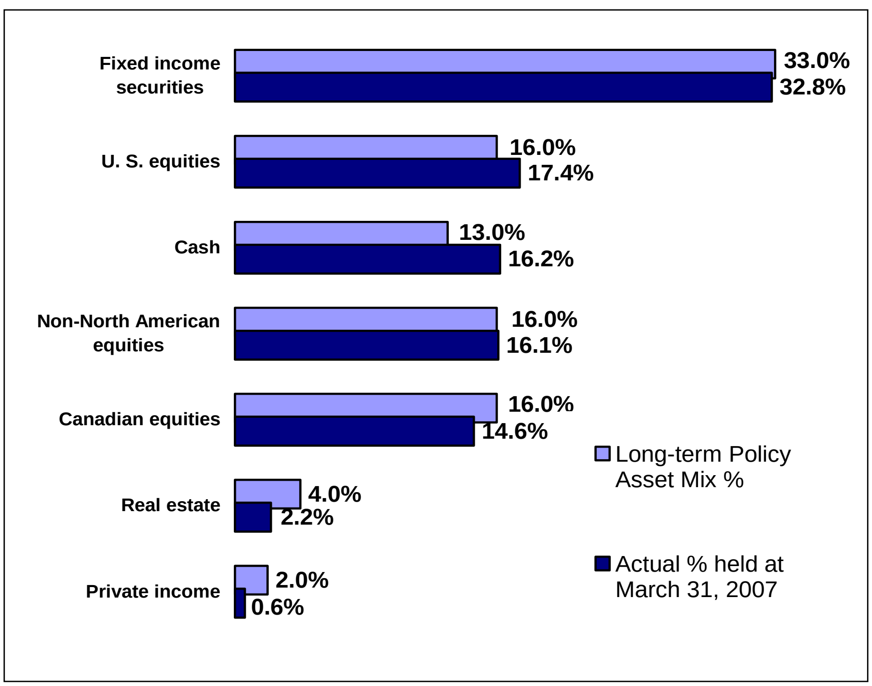
Additionally, due to the tax treatment of the Unregistered Plan, contributions to and investment income from the RCA Fund are not large enough to provide for all expected future benefit payments. As a result, the Government of Alberta established a regulated Reserve Fund, which is administered by the Minister of Finance. Contributions are collected from the Government only; the funds are invested and then reserved to meet the future benefits of the Unregistered Plan.

Investment Performance

Based on the market value of assets, the Unregistered Plan posted an overall return of 9.3 per cent, the same as the policy benchmark return. The primary investment objective for the Unregistered Plan is to earn a before-tax, long-term real rate of return of 3.5 per cent. The real rate of return is the return earned above inflation; it measures the return after taking into account the decrease in the purchasing power of the Canadian dollar. Additionally, the performance objective is to earn a before-tax return that exceeds the rate of return of the policy benchmark by 0.5 per cent over a rolling four-year time horizon.

Asset Allocation

The chart below compares the long-term policy asset mix of the Unregistered Plan, including the Reserve Fund, against the actual asset mix held by the Unregistered Plan at March 31, 2007.



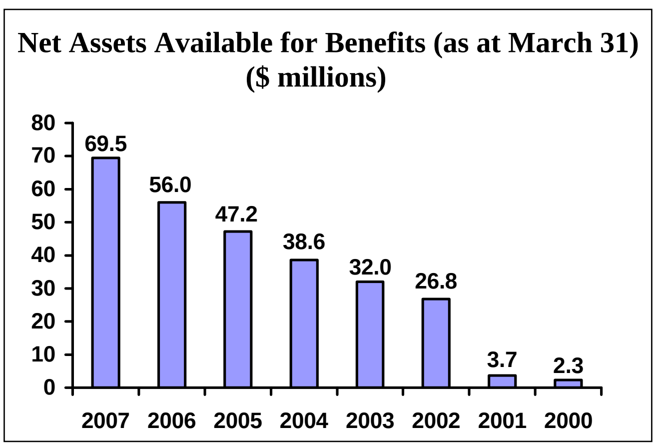
Net Assets Available for Benefits

The table below summarizes the composition of the Unregistered Plan at March 31, 2007.

	Reserve Fund	RCA Fund	Total
		($ thousands)	
Fixed income securities	$20,676	$ -	$20,676
U.S. equities	10,985	-	10,985
Non-North American equities	10,173	-	10,173
Canadian equities	9,221	-	9,221
Cash	5,269	4,963	10,232
Real estate	1,368	-	1,368
Private income	389	-	389
	58,081	4,963	63,044
Accounts receivable	400		400
Accounts payable	(75)	(603)	(678)
Income tax refundable		6,783	6,783
	$58,406	$11,143	$69,549

Change in Net Assets

At March 31, 2007, net assets available to pay benefits under the Unregistered Plan totalled $69.5 million, up $13.5 million or 24.1 per cent from $56.0 million at March 31, 2006.



PROVINCIAL JUDGES AND MASTERS IN CHAMBERS (REGISTERED) PENSION PLAN

FINANCIAL STATEMENTS

MARCH 31, 2007

Auditor’s Report

To the Minister of Finance

I have audited the Statement of Net Assets Available for Benefits and Accrued Benefits of the Provincial Judges and Masters in Chambers (Registered) Pension Plan (the Plan) as at March 31, 2007 and the Statement of Changes in Net Assets Available for Benefits for the year then ended. These financial statements are the responsibility of the Plan's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with Canadian generally accepted auditing standards. Those standards require that I plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In my opinion, these financial statements present fairly, in all material respects, the Net Assets Available for Benefits and Accrued Benefits of the Plan as at March 31, 2007 and the Changes in Net Assets Available for Benefits for the year then ended in accordance with Canadian generally accepted accounting principles.

Original signed by

Fred Dunn, FCA
Auditor General

Edmonton, Alberta
May 22, 2007

Statement of Net Assets Available for Benefits and Accrued Benefits

As at March 31, 2007

	2007	**2006**
	($ thousands)	
Net Assets Available for Benefits		
Assets		
Investments (Note 3)	$ 102,134	$ 94,007
Contributions receivable	216	202
Accounts receivable	-	950
	102,350	95,159
Liabilities		
Accounts payable	71	763
Net assets available for benefits	102,279	94,396
Accrued Benefits		
Accrued benefits (Note 7)	96,164	88,612
Actuarial Surplus (Note 8)	**$ 6,115**	**$ 5,784**

See accompanying notes and schedules.

PROVINCIAL JUDGES AND MASTERS IN CHAMBERS (REGISTERED) PENSION PLAN

Statement of Changes in Net Assets Available for Benefits

For the year ended March 31, 2007

	2007	2006
	($ thousands)	
Increase in assets		
Net investment income (Note 9)	$ 10,210	$ 11,878
Contributions		
Current and optional service		
Provincial Judges and Masters in Chambers	823	785
Province of Alberta	1,651	1,572
Unfunded liabilities		
Province of Alberta	-	1,172
	2,474	3,529
	12,684	15,407
Decrease in assets		
Pension benefits and refunds	4,664	3,967
Administration expenses (Note 10)	137	85
	4,801	4,052
Increase in net assets	7,883	11,355
Net assets available for benefits at beginning of year	94,396	83,041
Net assets available for benefits at end of year	**$ 102,279**	**$ 94,396**

See accompanying notes and schedules.

Notes to the Financial Statements

March 31, 2007

Note 1 Summary Description of the Plan

The following description of the Provincial Judges and Masters in Chambers (Registered) Pension Plan (Registered Plan) is a summary only. For a complete description of the Registered Plan, reference should be made to the *Provincial Court Act*, Chapter P-31, Revised Statutes of Alberta 2000, *Court of Queen's Bench Act*, Chapter C-31, Revised Statutes of Alberta 2000, *Financial Administration Act,* Chapter F-12, Revised Statutes of Alberta 2000 and *Alberta Regulation 196/2001*.

(a) General

Effective April 1, 1998, the Registered Plan is a contributory defined benefit pension plan for Provincial Judges and Masters in Chambers of the Province of Alberta. The Registered Plan is a registered pension plan as defined in the *Income Tax Act* and is not subject to income taxes. The Registered Plan's registration number is 0927764.

(b) Funding Policy

Current service costs are funded by the Province of Alberta and plan members at rates which are expected to provide for all benefits payable under the Registered Plan. The rates in effect at March 31, 2007 are 7.00% of *capped salary* for plan members and 16.16% of *capped salary* for the Province. The rates are reviewed at least once every three years by the Province based on recommendations of the Registered Plan's actuary.

(c) Retirement Benefits

The Registered Plan provides for a pension of 2.0% for each year of pensionable service based on the average salary of the highest five consecutive years. Pensionable earnings after December 31, 1991 are capped at the *maximum pensionable salary limit* under the federal *Income Tax Act.* The maximum benefit accrual percentage allowable under the Registered Plan is 70%. The normal pensionable age is 70 years of age.

Note 1 Summary Description of the Plan (continued)

(c) Retirement Benefits (continued)

Members are entitled to an unreduced pension on service before 1992 if they have attained age 55 and have at least five years of service.

Members are entitled to an unreduced pension on service after 1991 and before April 1, 1998 if they retire with at least five years of service and have either attained age 60 or age 55 and the sum of their age and service equals 80. Pensions are reduced if the member is under age 60 and the 80 factor is not attained at age 55.

Members are entitled to an unreduced pension on service after March 31, 1998 if they retire with at least five years of service and have attained age 60 and the sum of their age and service equals 80. Pensions are reduced if the member is under age 60 or if the 80 factor is not attained at age 60. The 80-factor requirement does not apply to members who have attained age 70.

(d) Disability Benefits

Pensions are payable to members who become totally disabled and retire early with at least five years of service. Reduced pensions are payable to members who become partially disabled and retire early with at least five years of service.

(e) Death Benefits

Death benefits are payable on the death of a member. If the member has at least five years of service, a surviving pension partner may choose to receive a survivor pension. For a beneficiary other than a pension partner or where service is less than five years, a lump sum payment must be chosen.

(f) Termination Benefits

Members who terminate with fewer than five years of service receive a refund of their own contributions plus interest.

Members who terminate with more than five years of service and are not immediately entitled to a pension may apply for a deferred pension.

(g) Province's Liability for Benefits

Benefits are payable by the Province of Alberta if assets are insufficient to pay for all benefits under the Registered Plan.

(h) Cost-of-Living Adjustments

Pensions payable are increased each year on January 1st by an amount equal to 60% of the increase in the Alberta Consumer Price Index. The increase is based on the increase during the twelve-month period ending on October 31st in the previous year.

Note 2 Summary of Significant Accounting Policies and Reporting Practices

(a) Basis of Presentation

These financial statements are prepared on the going concern basis in accordance with Canadian generally accepted accounting principles. The statements provide information about the net assets available in the Registered Plan to meet future benefit payments and are prepared to assist plan members and others in reviewing the activities of the Registered Plan for the year.

Plan investments are held in pooled investment funds administered by Alberta Finance or external managers appointed by Alberta Finance. Pooled investment funds have a market-based unit value that is used to allocate income to pool participants and to value purchases and sales of pool units.

(b) Valuation of Assets and Liabilities

Investments are stated at fair value. The methods used to determine the fair value of investments held either by the Registered Plan or by pooled investment funds are explained in the following paragraphs:

Short-term securities, public fixed income securities and equities are valued at the year-end closing sale price or the average of the latest bid and ask prices quoted by an independent securities valuation company.

Private fixed income securities and mortgages are valued based on the net present value of future cash flows. These cash flows are discounted using Government of Canada bond rates adjusted for a risk premium estimated by investment managers of Alberta Finance.

The fair value of alternative investments including investments in partnership interests, private investment funds, private equities and securities with limited marketability is estimated by Alberta Finance or external managers appointed by Alberta Finance. This is done using methods such as cost, discounted cash flows, earnings multiples, prevailing market values for instruments with similar characteristics and other pricing models as appropriate.

Real estate investments are reported at their most recent appraised value, net of any liabilities against the real property. Real estate properties are appraised annually by qualified external real estate appraisers using methods such as replacement cost, discounted cash flows, earnings multiples, prevailing market values for properties with similar characteristics and other pricing models as appropriate.

The fair values of deposits, receivables, accrued investment income and payables are estimated to approximate their book values.

Note 2 Summary of Significant Accounting Policies and Reporting Practices (continued)

(c) Income Recognition

Dividends are accrued on the ex-dividend date. Income from other investments is accrued as earned. Gains or losses on investments are recognized concurrently with changes in fair value.

(d) Foreign Exchange

Foreign currency transactions are translated into Canadian dollars using average rates of exchange, except for hedged foreign currency transactions which are translated at rates of exchange established by the terms of the forward exchange contracts. At the year-end, the fair value of investments and any other assets and liabilities denominated in a foreign currency are translated at the year-end exchange rate. Exchange differences are included in the determination of investment income or loss.

(e) Valuation of Derivative Contracts

Derivative contracts (see Note 5) include equity and bond index swaps, interest rate swaps, forward foreign exchange contracts, equity index futures contracts, credit default swaps, cross-currency interest rate swaps and swap option contracts. The value of derivative contracts is included in the fair value of pooled investment funds. The estimated fair value of derivative contracts at the reporting date is determined by the following methods:

> Equity and bond index swaps are valued based on changes in the appropriate market based index net of accrued floating rate interest.
>
> Interest rate swaps are valued based on discounted cash flows using current market yields.
>
> Forward foreign exchange contracts and equity index futures contracts are based on quoted market prices.
>
> Credit default swaps are valued based on discounted cash flows using current market yields and calculated default probabilities.
>
> Cross-currency interest rate swaps are valued at quoted prices based on discounted cash flows using current market yields and year-end exchange rates.
>
> Swap option contracts are valued based on discounted cash flows using current market yields and volatility parameters which measure changes in the underlying swap.

Income and expense from derivative contracts are accrued as earned and included in investment income or losses. Gains and losses on forward foreign exchange contracts are recognized concurrently with changes in fair value.

Note 2 Summary of Significant Accounting Policies and Reporting Practices (continued)

(f) Measurement Uncertainty

In preparing these financial statements, estimates and assumptions are used in circumstances where the actual values are unknown. Uncertainty in the determination of the amount at which an item is recognized in financial statements is known as measurement uncertainty. Such uncertainty exists when there is a variance between the recognized amount and another reasonably possible amount, as there is whenever estimates are used.

Measurement uncertainty exists in the calculation of the Plan's actuarial value of accrued benefits and in the valuation of the Plan's private and alternative investments and real estate. Uncertainty arises because:

(i) the Plan's actual experience may differ significantly from assumptions used in the calculation of the Plan's accrued benefits, and

(ii) the estimated fair values of the Plan's private and alternative investments and real estate may differ significantly from the values that would have been used had a ready market existed for these investments.

While best estimates have been used in the calculation of the Plan's accrued benefits, management considers that it is possible, based on existing knowledge, that changes in future conditions in the near term could require a material change in the recognized amounts.

Differences between actual results and expectations are disclosed as assumption changes and net experience gains or losses in the note showing the changes in the value of accrued benefits (see Note 7).

Differences between the estimated fair values and the amount ultimately realized are included in net investment income in the year when the ultimate realizable values are known.

Note 3 Investments (Schedules B to F)

	2007		2006	
	Fair Value		Fair Value	
	($ thousands)	%	($ thousands)	%
Fixed Income Securities (Schedule B)				
Deposit in the Consolidated Cash Investment Trust Fund (a)	$ 1,152	1.1	$ 1,457	1.6
Universe Fixed Income Pool (b)	36,931	36.2	32,741	34.8
Private Mortgage Pool (c)	5,510	5.4	5,514	5.9
Currency Alpha Pool (d)	49	-	39	-
Tactical Asset Allocation Pool (o)	331	0.3	188	0.2
Total fixed income securities	43,973	43.0	39,939	42.5
Canadian Equities (Schedule C)				
Canadian Structured Equity Pool (e)	7,466	7.3	8,266	8.8
Canadian Pooled Equities Fund (f)	5,118	5.0	5,189	5.5
Canadian Equity Enhanced Index Pool (g)	2,453	2.4	2,396	2.5
Canadian Large Cap Equity Pool (h)	1,816	1.8	1,813	1.9
Growing Equity Income Pool (i)	1,017	1.0	1,029	1.1
Canadian Multi-Cap Pool (k)	2,130	2.1	1,126	1.2
Private Equity Pool (j)	193	0.3	105	0.2
Tactical Asset Allocation Pool (o)	(1,445)	(1.4)	(984)	(1.0)
	18,748	18.5	18,940	20.2
United States Equities (Schedule D)				
U.S. Structured Equity Pool (l)	10,133	9.9	-	-
Standard & Poors 500 Index Fund	-	-	6,090	6.5
US Passive Equity Pooled Fund	-	-	3,283	3.5
Portable Alpha US Equity Pool (m)	3,268	3.2	1,902	2.0
US Mid/Small Cap Equity Pool (n)	1,869	1.8	1,817	1.9
Growing Equity Income Pool (i)	335	0.3	319	0.3
Tactical Asset Allocation Pool (o)	1,429	1.4	994	1.1
	17,034	16.6	14,405	15.3
Non-North American Equities (Schedule E)				
EAFE Active Equity Pool (p)	11,682	11.4	11,183	11.9
Emerging Markets Equity Pool (q)	998	1.0	968	1.0
EAFE Passive Equity Pool (r)	2	-	952	1.0
EAFE Structured Equity Pooled Fund (r)	2,755	2.7	1,972	2.1
	15,437	15.1	15,075	16.0
Alternative Investments - Equities				
Private Income Pool (t)	744	0.7	7	-
Real Estate Equities (Schedule F)				
Private Real Estate Pool (s)	6,198	6.1	5,641	6.0
Total equities	58,161	57.0	54,068	57.5
Total investments	**$ 102,134**	**100.0**	**$ 94,007**	**100.0**

Note 3 Investments (Schedules B to F) (continued)

(a) The Consolidated Investment Trust Fund is managed with the objective of providing competitive interest income to depositors while maintaining maximum security and liquidity of depositors' capital. The portfolio is comprised of high quality short-term and mid-term fixed income securities with a maximum term to maturity of three years.

(b) The Universe Fixed Income Pool (formerly the Canadian Dollar Public Bond Pool) is managed with the objective of providing competitive returns comparable to the total return of the Scotia Capital Universe Bond Index over a four-year period while maintaining adequate security and liquidity of participants' capital. The portfolio is comprised of high quality Canadian fixed income instruments and debt related derivatives. Competitive returns are achieved through management of the portfolio duration and sector rotation.

(c) The Private Mortgage Pool is managed with the objective of providing investment returns higher than the Scotia Capital Universe Bond Index over the long term. The portfolio is comprised primarily of high-quality commercial mortgage loans and provincial bond residuals. In order to reduce risk, the pool only invests in loans insured by a federal agency and first-mortgage loans that provide diversification by property usage and geographic location.

(d) The Currency Alpha Pool is managed with the objective of providing a fair return over a four-year period while reducing volatility through multiple manager investment style and strategies. The return is achieved through active currency management with currency positions established primarily through forward foreign exchange contracts. Participants deposit into the pool a modest amount of cash to minimize rebalancing of cash flows in or out of the pool when the forward foreign exchange contracts settle.

(e) The Canadian Structured Equity Pool (formerly the Domestic Passive Equity Pooled Fund) is managed on a passive approach with the objective of providing investment returns comparable to the total return of the S&P/TSX Composite Index. The portfolio is comprised of both publicly traded Canadian equities and structured investments replicating the S&P/TSX Composite Index.

(f) The Canadian Pooled Equities Fund is managed with the objective of providing returns higher than the total return of the S&P/TSX Composite Index while maintaining preservation of participants' capital. The portfolio is comprised of publicly traded equities in Canadian corporations and is designed to reduce risk by prudent security selection while remaining sector neutral.

(g) The Canadian Equity Enhanced Index Pool consists of a single portfolio of publicly traded Canadian equities in the large cap market and is designed to generate a consistent level of investment return above the total return of the S&P/TSX Composite Index over a four-year period with relatively low risk.

Note 3 Investments (Schedules B to F) (continued)

(h) The Canadian Large Cap Pool consists of multiple portfolios of publicly traded Canadian equities. Each portfolio is actively managed by an external manager with expertise in the Canadian large cap equity markets. The performance objective is to provide investment returns higher than the total return of the S&P/TSX Composite Index over a four-year period while reducing return volatility through multiple managers each of whom has a different investment style and market capitalization focus.

(i) The Growing Equity Income Pool is managed with the objective of providing returns higher than the total return of the S&P/TSX Custom Dividend Index over a four-year period. The pool is intended to provide a steady stream of dividend income with potential for capital appreciation by investing in dividend-paying Canadian and US companies that exhibit attractive valuation, growth and quality financial characteristics.

(j) The Private Equity Pool is in the process of orderly liquidation

(k) The Canadian Multi-Cap Pool consists of a single portfolio with multiple components. The large cap component is internally managed and provides exposure to the Canadian equity market through structured investments replicating the S&P/TSX 60 Index. The small/mid cap component is managed by an external manager with expertise in the Canadian small/mid cap markets. The performance objective is to provide investment returns higher than the total return of the S&P/TSX Composite Index over a four-year period.

(l) All investments held in the S&P 500 and the US Passive Equity Pooled Fund were transferred to the newly created US Structured Equity Pool. The US Structured Equity Pool is passively managed. The portfolios are comprised of publicly traded United States equities similar in weights to the S&P 500 Index. The performance objective is to provide investment returns comparable to the total return of the S&P 500 Index. The pools utilize a combination of pure security replication and synthetic replication strategies to obtain exposure to the benchmark. To enhance investment returns with no substantial increase in risks, the pools also invests in futures, swaps and other structured investments.

(m) The Portable Alpha US Equity Pool provides exposure to the United States equity market by replicating the S&P 500 Index with S&P 500 index swaps and futures contracts. Externally managed absolute return strategy investments and money market instruments are actively used as underlying securities to add value to the exposure. The performance objective is to provide returns higher than the S&P 500 Index over the long term.

(n) The US Mid/Small Cap Equity Pool consists of multiple portfolios of publicly traded United States equities. The portfolios are actively managed by external managers with expertise in the US mid/small cap equity markets. The performance objective is to provide returns higher than the total return of the Russell 2500 Index and/or the S&P 500 Total Return Index over a four-year period while reducing return volatility through multiple investment styles and unique market capitalization focus.

(o) The Tactical Asset Allocation Pool provides participants with a quick, effective and efficient way to earn excess returns on an opportunistic basis, by altering the portfolio weights of broad asset classes using synthetic instruments. At March 31, 2007 the Pool is comprised of a long position through United States equity index futures contracts and a short position through Canadian equity index futures contracts. Cash and short-term securities held by the Pool support approximately 5% to 10% of the Pool's notional exposure in Canadian and United States equity futures contracts.

(p) The EAFE (Europe, Australasia and Far East) Active Equity Pool consists of multiple portfolios of publicly traded Non-North American equities. Each portfolio is actively managed by an external manager and has constraints on foreign currency management, country allocation, stock selection and investments in emerging markets. The performance objective is to provide investment returns higher than the total return of the Morgan Stanley Capital International (MSCI) EAFE Index over a four-year period while reducing return volatility through multiple manager investment styles and market diversification.

(q) The Emerging Markets Equity Pool consists of publicly traded equities in emerging markets around the world. The portfolios are actively managed by external managers with expertise in emerging markets. The performance objective is to provide returns higher than the total return of the Morgan Stanley Capital International Emerging Markets Free (MSCI EMF) Index over a four-year period.

(r) The EAFE Passive Equity Pool and the EAFE Structured Equity Pooled Fund's performance objective is to provide returns comparable to the total return of the MSCI EAFE index over a four-year period. The External Managers EAFE Passive Equity Pool consists of a single portfolio of Non-North American publicly traded equities similar in weights to the MSCI EAFE index. The EAFE Structured Equity Pooled Fund is internally managed and provides exposure to foreign markets in Europe, Australasia and the Far East through the use of structured investments such as foreign equity index swaps. The pooled fund also invests in the Floating Rate Note Pool to generate the floating rate cash flows needed for its equity swap obligations.

(s) The Private Real Estate Pool is managed with the objective of providing investment returns higher than the Investment Property Databank (IPD) Large Institutional All Property Index over the long term. Real estate is held through limited partnerships and intermediate companies, which have issued to the pool common shares and participating debentures secured by a charge on real estate. Risk is reduced by investing in properties that provide diversification by geographic location, by property type and by tenancy. The pool is intended to provide diversification from the securities market.

Note 3 Investments (Schedules B to F) (continued)

(t) The Private Income Pool is managed with the objective of providing investment returns comparable to the Consumer Price Index plus 6%. The PIP invests in infrastructure related projects that are structured to provide high current income. Risk is reduced by avoiding direct investments in private companies and by limiting holdings in any single pool.

Note 4 Investment Risk Management

Fair values of investments are exposed to credit risk and price risk. Credit risk relates to the possibility that a loss may occur from the failure of another party to perform according to the terms of a contract. Price risk is comprised of currency risk, interest rate risk and market risk. Currency risk relates to the possibility that the investments will change in value due to future fluctuations in foreign exchange rates. Interest rate risk relates to the possibility that the investments will change in value due to future fluctuations in market interest rates. Market risk relates to the possibility that the investments will change in value due to future fluctuations in market prices.

Actuarial liabilities of the Registered Plan are primarily affected by the long-term real rate of return on investments. In order to earn the best possible return at an acceptable level of risk, the Minister has established a long-term policy asset mix of 45% fixed income instruments and 55% equities. Investment risk is reduced through asset class diversification, diversification within each asset class, quality constraints on fixed income instruments and restrictions on amounts exposed to countries designated as emerging markets. Controls are in place respecting the use of derivatives (see Note 5). Forward foreign exchange contracts may be used to manage currency exposure in connection with securities purchased in a foreign currency (see Note 5).

Note 5 Derivative Contracts

Derivative contracts are financial contracts, the value of which is derived from the value of underlying assets, indices, interest rates or currency rates. The Registered Plan uses derivative contracts held indirectly through pooled investment funds to enhance return, manage exposure to interest, credit and foreign currency risks, and for asset mix management purposes. The notional value of a derivative contract represents the amount to which a rate or price is applied in order to calculate the exchange of cash flows.

A swap is a contractual agreement between two counter-parties to exchange a series of cash flows based on a notional amount. An equity or bond index swap involves the exchange of a floating interest rate cash flow for one based on the performance of a market index. For interest rate swaps, parties generally exchange fixed and floating rate interest cash flows based on a notional amount. For credit default swaps, parties buy and sell insurance against credit risks inherent in bonds. Periodic payments, based on a notional amount, are exchanged for a contingent payment following a defined credit event of a reference entity. Cross-currency interest rate swaps are contractual obligations in which the principal amounts of Canadian fixed-income securities denominated in foreign currency are exchanged for Canadian currency amounts both initially and at maturity. Over the term of the cross-currency swap, counter-parties exchange fixed to fixed and fixed to floating interest rate cash flows in the swapped currencies. There are underlying securities supporting all swaps. Leveraging is not allowed.

Forward foreign exchange contracts are agreements to exchange specified currencies at an agreed upon exchange rate and on an agreed settlement date in the future.

Equity index futures contracts are agreements to receive or pay cash on an agreed settlement date based on changes in the level of a specified stock index in the future.

Swap option contracts include the right, but not the obligation, to enter into an interest rate swap at a preset rate within a specified period of time.

Note 5 Derivative Contracts (continued)

The following is a summary of the Registered Plan's proportionate share of the notional amount and fair value of derivative contracts held by pooled funds at March 31, 2006:

	2007					2006	
	Maturity				Net		Net
	Under 1 Year	1 to 3 Years	Over 3 Years	Notional Amount	Fair Value (a)	Notional Amount	Fair Value (a)
		%			($ thousands)		
Equity index swap contracts	79	21	-	$ 22,521	$ (12)	$ 17,568	$ 322
Credit default swap contracts	1	4	95	55,749	(189)	10,897	25
Interest rate swap contracts	8	53	39	22,009	(41)	8,002	(26)
Swap option contracts	66	25	9	41,963	3	-	-
Equity index futures contracts	100	-	-	8,103	183	5,174	86
Cross-currency interest rate swap contracts	20	41	39	7,121	202	5,154	327
Forward foreign exchange contracts	100	-	-	3,882	(18)	2,342	-
Bond index swap contracts	100	-	-	13,062	15	1,921	180
				$ 174,410	$ 143	$ 51,058	$ 914

(a) The method of determining fair value of derivative contracts is described in Note 2 (e).

The notional amounts, upon which payments are based, are not indicative of the credit risk associated with derivative contracts. Current credit exposure is represented by the current replacement cost of all outstanding contracts in a favourable position (positive fair value). The Plan attempts to limit its credit exposure by dealing with counter-parties believed to have good credit standing.

Note 6 Provincial Judges and Masters in Chambers (Unregistered) Pension Plan (Unregistered Plan)

The Unregistered Plan is established with effect from April 1, 1998 to collect contributions and to provide pension benefits to plan members in excess of the maximum benefits allowed by the *Income Tax Act.* The Unregistered Plan is a *Retirement Compensation Arrangement* (RCA) under the *Income Tax Act* and is administered by the Province separately. Accordingly, the Unregistered Plan's assets, liabilities and net assets available for benefits referred to below have not been included in these financial statements.

The Unregistered Plan is funded by contributions from plan members and the Province. The contribution rates in effect at March 31, 2007 were unchanged at 7.0% of pensionable salary in excess of *capped salary* for plan members and 7.0% of the excess for the Province. The contribution rate for the Province must equal or exceed the rate payable by plan members and is set by the Minister of Finance, taking into account recommendations of the Unregistered Plan's actuary. If assets held in the Unregistered Plan are insufficient to pay for benefits as they become due, the amount due is payable by the Province.

A summary of the net assets available for benefits for the Unregistered Plan as at March 31, 2007 and changes in net assets available for benefits for the year then ended is as follows:

	2007	2006
	($ thousands)	
Net Assets Available for Benefits		
Assets		
Cash and cash equivalents	$ 4,963	$ 4,532
Income tax refundable	6,783	5,693
Accounts payable, net	(603)	(298)
	11,143	9,927
Liabilities		
Actuarial value of accrued benefits	65,611	60,475
Excess of liabilities over assets	(54,468)	(50,548)
Reserve Fund (a)	58,406	46,100
Net assets (liabilities)	**$ 3,938**	**$ (4,448)**

Note 6 Provincial Judges and Masters in Chambers (Unregistered) Pension Plan (Unregistered Plan) (continued)

(a) Contributions from the Province of Alberta as determined by the Minister of Finance based on recommendations by the Unregistered Plan's actuary are collected and held in the Provincial Judges and Masters in Chambers Reserve Fund. These contributions are invested by the Province to meet future benefit payments of the Unregistered Plan over the long term.

		2007		2006
		($ thousands)		
Increase in assets				
Current and optional service				
Provincial Judges and Masters in Chambers	$	1,063	$	1,067
Province of Alberta		1,063		1,067
Investment income		192		123
		2,318		2,257
Decrease in assets				
Increase in actuarial value of accrued benefits		(5,136)		(12,726)
Pension benefits		(1,006)		(651)
Administration costs		(96)		(67)
		(6,238)		(13,444)
Increase in the Reserve Fund		12,306		7,269
Increase (Decrease) in net assets		8,386		(3,918)
Net assets (liabilities) assets at beginning of year		(4,448)		(530)
Net assets (liabilities) at end of year	**$**	**3,938**	**$**	**(4,448)**

An actuarial valuation for the Unregistered Plan was carried out as at December 31, 2005 by Johnson Inc. and was extrapolated to March 31, 2007. The 2005 valuation was determined using the projected benefit method prorated on service. The assumptions used in the valuation and extrapolation were developed as the best estimate of expected short-term and long-term market conditions and other future events. After consultation with the Unregistered Plan's actuary, the Plan's management approved these best estimates.

The major assumptions used in the actuarial valuation were the same as those used in the valuation of the Registered Plan except for the investment return rate which was assumed to be 5.5% per annum until the year 2016 and 6.5% per annum thereafter (see Note 7).

The Unregistered Plan's future experience will inevitably differ, perhaps significantly, from the assumptions used in the actuarial valuation. Any differences between the actuarial assumptions and future experience will emerge as gains or losses in future valuations and will affect the financial position of the Unregistered Plan.

Note 7 Accrued Benefits

(a) Actuarial Valuation

An actuarial valuation of the Registered Plan was carried out as at December 31, 2005 by Johnson Inc. and was then extrapolated to March 31, 2007. The 2005 valuation was determined using the projected benefit method based on service. The assumptions used in the valuation were developed as the best estimate of expected short-term and long-term market conditions and other future events. After consultation with the Registered Plan's actuary, the Plan's management approved these best estimates.

The major assumptions used were:

	December 31, 2005 Valuation and March 31, 2007 Extrapolation %	**March 31, 2003 Valuation and March 31, 2006 Extrapolation** %
Asset real rate of return	3.5	3.5
Inflation rate	3.0	3.0
Investment return	6.5	6.5
Salary escalation rate	4.0	4.0

The following statement shows the principal components of the change in the value of accrued benefits.

	2007	**2006**
	($ thousands)	
Accrued pension benefits at beginning of year	$ 88,612	$ 83,625
Interest accrued on benefits	5,760	5,436
Net experience losses (gains)	(1,284)	214
Benefits earned	3,318	3,304
Net benefits paid	(4,664)	(3,967)
Impact of Judicial Compensation Commission	4,422	-
Accrued pension benefits at end of year	**$ 96,164**	**$ 88,612**

Note 7 Accrued Benefits (continued)

(b) Sensitivity of Changes in Major Assumptions

The Registered Plan's future experience will inevitably differ, perhaps significantly, from these assumptions. Any differences between the actuarial assumptions and future experience will emerge as gains or losses in future valuations and will affect the financial position of the Registered Plan. The following is a summary of the sensitivities of the Registered Plan's deficiency and current service cost to changes in assumptions used in the actuarial extrapolation as at March 31, 2007:

	Sensitivities		
	Changes in Assumptions %	**Decrease in Plan Surplus ($ millions)**	**Increase in Current Service Cost as % of Capped Pensionable Earnings ***
Inflation rate increase holding nominal investment return and salary escalation assumptions constant	1.0%	$ 6.1	1.3%
Salary escalation rate increase holding inflation rate and nominal investment return assumptions constant	1.0%	0.2	0.0%
Investment rate of return decrease holding inflation rate and salary escalation assumptions constant	1.0%	10.8	1.9%

* The current service cost as % of capped pensionable earnings as determined by the 2005 valuation is 20.95%.

Note 8 Actuarial Surplus

Any assets remaining in the Registered Plan after all benefits are paid on complete wind-up must be returned to the Province of Alberta.

Note 9 Net Investment Income

Net investment income is comprised of the following:

		2007		2006
	($ thousands)			
Net realized and unrealized gains on investments				
including those arising from derivative transactions	$	6,203	$	8,449
Interest income		2,994		2,581
Dividend income		824		658
Real estate operating income		272		271
Securities lending income		24		23
Pooled funds management and associated custodial fees		(107)		(104)
	$	**10,210**	**$**	**11,878**

The following is a summary of the Registered Plan's net investment income by type of investments:

		2007		2006
	($ thousands)			
Fixed Income Securities	$	2,356	$	2,003
Canadian Equities		2,469		4,814
Foreign Equities				
United States		1,517		962
Non-North American		2,507		3,095
Real Estate		1,345		1,004
Private Income		16		-
	$	**10,210**	**$**	**11,878**

Note 10 Administration Expenses

($ thousands)

Administration expenses comprise $40 (2006 $32) in investment management and $97 (2006 $53) in general administration costs. These expenses were paid to Alberta Finance and Alberta Pensions Administration Corporation respectively on a cost-recovery basis. Pooled funds management and associated custodial fees totalling $107 (2006 $104), which have been deducted from investment income of the pools, are excluded from administration expenses (see Note 9).

The Plan's share of the Alberta Pensions Administration Corporation's operating and plan specific costs was based on cost allocation policies approved by the Minister of Finance. These policies have been revised on a prospective basis and only affect the current year allocation. These policies will be reviewed once every three years by the Minister.

Note 11 Subsequent Event
($ thousands)

In April 2007, the Minister of Finance approved a contribution rate change with respect to the Plan. The Province's contribution rate was amended to 16.16% of *capped salary* retroactive to April 1, 2006. Additional contributions from the Province for the period April 1, 2006 to March 31, 2007 are estimated at $250 and will be made during 2007-08.

Note 12 Comparative Figures

Comparative figures have been reclassified to be consistent with 2007 presentation.

Note 13 Responsibility for Financial Statements

These financial statements were approved by the Deputy Minister of Finance.

Schedule A

PROVINCIAL JUDGES AND MASTERS IN CHAMBERS (REGISTERED) PENSION PLAN

Schedule of Investment Returns

March 31, 2007

The Plan uses the time-weighted rate of return based on market values to measure performance. The measure involves the calculation of the return realized by the Plan over a specified period and is a measure of the total proceeds received from an investment dollar initially invested. Total proceeds include cash distributions (interest and dividend payments) and capital gains or losses (realized and unrealized).

The time-weighted rate of return measures the compounded rate of growth of the initial investment over the specified period. It is designed to eliminate the effect that the size and timing of cash flows have on the internal rate of return. The investment industry uses time-weighted rates of return calculated using market values when comparing the returns of funds with other funds or indices.

Investment returns and the relevant benchmarks for the Plan for the one-year and four-year periods ended March 31, 2007 are as follows:

	One Year Return				4 Year Compound Annualized Return
	2007	**2006**	**2005**	**2004**	
Time-weighted rates of return					
Short-term fixed income	4.1	2.9	2.4	3.0	3.1
Scotia Capital 91-Day T-Bill Index	*4.2*	*2.8*	*2.2*	*3.0*	*3.1*
Long-term fixed income	5.9	5.7	5.6	11.7	7.2
Scotia Capital Universe Bond Index	*5.5*	*4.9*	*5.0*	*10.8*	*6.5*
Canadian equities	13.2	28.8	15.0	36.7	22.9
S&P/TSX Composite Index	11.4	*28.4*	*13.9*	*37.7*	*22.4*
United States equities	10.4	8.1	(2.1)	22.2	9.4
Standard & Poor's 500 Index	*10.5*	*7.8*	*(1.5)*	*20.5*	*9.0*
Non-North American equities	17.6	24.1	7.6	40.9	22.0
MSCI EAFE Index	*18.7*	*20.0*	*6.2*	*40.5*	*20.8*
Real estate	25.0	21.3	17.3	7.5	17.6
IPD All Property Index	*20.5*	*17.1*	*21.3*	*8.6*	*15.1*
Private Income	4.4	*n/a*	*n/a*	*n/a*	*n/a*
Consumer Price Index plus 6.0%	*3.3*	*n/a*	*n/a*	*n/a*	*n/a*
Overall	**11.0**	**14.3**	**7.3**	**21.8**	**13.5**
Policy Benchmark	***10.3***	***12.7***	***6.8***	***21.3***	***12.6***

The current sector benchmark indices are as of March 31, 2007. Benchmark indices may have been different in prior years, therefore the benchmark returns may be a blend of different indices.

Schedule B

PROVINCIAL JUDGES AND MASTERS IN CHAMBERS (REGISTERED) PENSION PLAN

Schedule of Investments in Fixed Income Securities

March 31, 2007

	Plan's Share	
	2007	**2006**
	($ thousands)	
Deposits and short-term securities	$ 1,421	$ 1,730
Fixed Income Securities (a)		
Public		
Government of Canada, direct and guaranteed	8,985	9,019
Provincial, direct and guaranteed		
Alberta	13	16
Other	5,619	6,097
Municipal	17	166
Corporate, public and private	27,710	22,429
	42,344	37,727
Receivable from sale of investments and accrued investment income	414	803
Liabilities for investment purchases	(206)	(321)
	208	482
	$ 43,973	**$ 39,939**

(a) Fixed income securities held as at March 31, 2007 had an average effective market yield of 4.58% (2006 4.78%) per annum. The following term structure of these securities as at March 31, 2007 is based on principal amount:

	2007	**2006**
	%	
under 1 year	4	3
1 to 5 years	30	31
6 to 10 years	37	35
11 to 20 years	10	12
over 20 years	19	19
	100	**100**

Schedule C

PROVINCIAL JUDGES AND MASTERS IN CHAMBERS (REGISTERED) PENSION PLAN

Schedule of Effective Investments in Canadian Equities

March 31, 2007

	Plan's Share	
	2007	**2006**
	($ thousands)	
Deposits and short-term securities	$ 122	$ 97
Public Equities (a) (b)		
Consumer discretionary	1,142	1,015
Consumer staples	491	566
Energy	4,692	5,354
Financials	6,086	5,656
Health care	126	205
Industrials	952	1,152
Information technology	769	773
Materials	2,836	2,815
Telecommunication services	1,106	882
Utilities	161	194
	18,361	18,612
Private Equities	193	105
Receivable from sale of investments and accrued investment income	276	429
Liabilities for investment purchases	(204)	(303)
	72	126
	$ 18,748	**$ 18,940**

(a) Direct investments and derivative contracts are classified based on the risk exposure to the above asset mix categories. The Plan's effective net investment in Canadian public equities includes the notional amount of Canadian equity index swap contracts and equity index futures contracts totalling $8,334 (2006 $7,313)

(b) The sector classification conforms to the Global Industry Classification Standard followed by the Toronto Stock Exchange S&P/TSX Composite Index.

Schedule D

PROVINCIAL JUDGES AND MASTERS IN CHAMBERS (REGISTERED) PENSION PLAN

Schedule of Effective Investments in United States Equities

March 31, 2007

	Plan's Share	
	2007	**2006**
	($ thousands)	
Deposits and short-term securities	$ 154	$ 58
Public Equities (a) (b)		
Consumer discretionary	1,843	1,490
Consumer staples	1,543	1,205
Energy	1,636	1,343
Financial	3,655	3,044
Health care	2,034	1,821
Industrials	1,986	1,782
Information technology	2,525	2,178
Materials	580	501
Telecommunication services	552	409
Utilities	633	452
	16,987	14,225
Receivable from sale of investments and accrued investment income	113	371
Liabilities for investment purchases	(220)	(249)
	(107)	122
	$ 17,034	**$ 14,405**

(a) Direct investments and derivative contracts are classified based on the risk exposure to the above asset mix categories. The Plan’s effective net investment in United States public equities includes the notional amount of US equity index swaps and futures contracts totalling $12,392 (2006 $5,880).

(b) The sector classification conforms to the Global Industry Classification Standard followed by the Standard & Poor’s S&P 500 Index.

Schedule E

PROVINCIAL JUDGES AND MASTERS IN CHAMBERS (REGISTERED) PENSION PLAN

Schedule of Effective Investments in Non-North American Equities

March 31, 2007

	Plan's Share	
	2007	**2006**
	($ thousands)	
Deposits and short-term securities	$ 168	$ 343
Public Equities (a) (b)		
Consumer discretionary	1,836	1,705
Consumer staples	1,004	859
Energy	999	1,074
Financial	4,188	4,181
Health care	906	994
Industrials	2,170	1,914
Information technology	1,003	970
Materials	1,103	1,173
Telecommunication services	903	786
Utilities	757	628
	14,869	14,284
Emerging market equity pools	416	376
Receivable from sale of investments and accrued investment income	186	341
Liabilities for investment purchases	(202)	(269)
	(16)	72
	$ 15,437	**$ 15,075**

(a) Direct investments and derivative contracts are classified based on the risk exposure to the above asset mix categories. The Plan's effective net investment in Non-North American public equities includes the notional amount of Non-North American equity index swaps totalling $2,731 (2006 $1,884).

(b) The sector classification conforms to the Global Industry Classification Standard followed by the Standard & Poor's. The following is a summary of the Plan's share of Non-North American public equities by country based on geographic location of stock exchange on which stocks were purchased:

	Plan's Share	
	2007	**2006**
	($ thousands)	
United Kingdom	$ 3,122	$ 2,817
Japan	2,932	3,323
France	1,675	1,450
Germany	1,186	970
Switzerland	822	961
Netherlands	721	734
Spain	613	394
Australia	570	531
Italy	484	455
Sweden	276	297
Other	2,884	2,728
	$ 15,285	**$ 14,660**

Schedule F

PROVINCIAL JUDGES AND MASTERS IN CHAMBERS (REGISTERED) PENSION PLAN

Schedule of Investments in Real Estate

March 31, 2007

	Plan's Share	
	2007	**2006**
	($ thousands)	
Deposits and short-term securities	$ 7	$ 3
Real estate (a)		
Office	2,973	2,788
Retail	1,954	1,866
Industrial	774	587
Residential	271	254
	5,972	5,495
Passive index	215	131
Receivable from sale of investments and accrued investment income	4	12
	$ 6,198	**$ 5,641**

(a) The following is a summary of the Plan's investment in real estate by geographic locations:

	Plan's Share	
	2007	**2006**
	($ thousands)	
Ontario	$ 3,493	$ 3,346
Alberta	1,817	1,538
Quebec	548	502
British Columbia	114	109
	$ 5,972	**$ 5,495**