

COURT FILE NUMBER

1201-06934

COURT

COURT OF QUEEN'S BENCH OF
ALBERTA

JUDICIAL CENTRE

CALGARY

APPLICANTS

IN THE MATTER OF THE COMPANIES
CREDITORS ARRANGEMENT ACT, R.S.A.
1985, c. C-36, as amended

I hereby certify this to be a true copy of
the original Order

Dated this 23 day of August 2017

[Signature]
for Clerk of the Court



AND IN THE MATTER OF THE BUSINESS
CORPORATIONS ACT, R.S.A. 2000, c. B-9

AND IN THE MATTER OF 1252064 ALBERTA
LTD., 1330075 ALBERTA LTD. and HARVEST
CAPITAL MANAGEMENT INC.

DOCUMENT

ORDER

ADDRESS FOR SERVICE
AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

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DATE ON WHICH ORDER WAS PRONOUNCED:

August 23, 2017

LOCATION OF HEARING OR TRIAL:

Calgary, Alberta

NAME OF MASTER/JUDGE WHO MADE THIS ORDER:

Justice C.M. Jones

UPON THE APPLICATION (the "**Application**") of Ernst & Young Inc. (the "**Receiver**"), in its capacity as the court appointed receiver and manager of 1252064 Alberta Ltd. ("**125 Alberta**"), 1330075 Alberta Ltd. ("**133 Alberta**"), and Harvest Capital Management Inc. ("**HCMI**", HCMI, 125 Alberta, and 133 Alberta, are collectively referred to as, the "**Debtors**") pursuant to the order issued by The Honourable Justice G. C. Hawco in the within proceedings on September 30, 2013 (the "**Receivership Order**"); **AND UPON** having read the Ninth Report of the Receiver, dated August 14, 2017 (the "**Ninth Receiver's Report**"); **AND UPON** having read the Affidavit of Service of Katie Doran, sworn August 15, 2017 (the "**Service Affidavit**"); **AND UPON** hearing counsel for the Receiver, and counsel present for other parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

DEFINITIONS

1. All capitalized terms used herein and not otherwise defined shall have the meaning ascribed to them in the Ninth Receiver's Report.

SERVICE

2. The time for service of the corresponding Application and the Ninth Receiver's Report is abridged, the Application is properly returnable today, service of the Application and the Ninth Receiver's Report on the service list, in the manner described in the Service Affidavit is validated, good, and sufficient, and no other persons are entitled to service of the Ninth Receiver's Report or the Application.

INTERIM 125 DISTRIBUTION

3. The Receiver is hereby expressly authorized and empowered to distribute to the creditors of 125 Alberta, from the funds currently held by the Receiver on behalf of 125 Alberta, the amounts as set out in Paragraph 23 of the Ninth Receiver's Report, in satisfaction of the proven indebtedness, liabilities, and obligations owed by 125 Alberta to such creditors.

WSV DISTRIBUTION

4. The Receiver is hereby authorized and empowered to make a distribution (the "**WSV Distribution**") to all of West Springs Village Limited Partnership's and West Springs Village General Partner Inc.'s (collectively, "**West Springs Village**") creditors, stakeholders, and unitholders who hold valid proven claims, in accordance with the West Springs Village Claims Process and Wind-up Order granted on December 6, 2012. Such WSV Distribution shall include and incorporate any and all previous distributions made to any creditors, stakeholders, and unitholders of West Springs Village but which remain unclaimed, returned, or uncashed.

5. The Receiver is hereby authorized and empowered to pay, transfer, distribute, and deliver, without any personal or corporate liability in connection thereto, to 125 Alberta, any and all funds distributed as part of the WSV Distribution which remain unclaimed, are returned, or remain uncashed (collectively, the "**Unclaimed Distributions**") following six (6) months from the date the WSV Distribution is made, provided that no up to date contact or mailing information

has been provided with respect to the beneficiaries of such Unclaimed Distributions within such six (6) month period.

APPROVAL OF RECEIVER'S ACTIONS

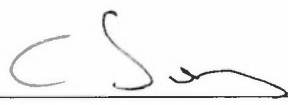
6. As of the date of the Ninth Receiver's Report and based on the evidence that is currently before this Honourable Court:

- (a) the Receiver has dealt with the Debtors' property, assets, and undertakings, in a commercially reasonable manner; and,
- (b) the actions and conduct of the Receiver are hereby approved.

MISCELLANEOUS MATTERS

7. The Receiver and any other interested party shall be at liberty to apply for further advice, assistance, and directions, as may be necessary, in order to give full force and effect to the terms of this Order.

8. Service of this Order by email, facsimile, registered mail, courier, or personal delivery to the persons listed on the service list shall constitute good and sufficient service of this Order, and no persons other than those listed on the service list are entitled to be served with a copy of this Order.



J.C.Q.B.A.