COURT FILE NUMBER	2003-03284
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	EDMONTON
PLAINTIFF	ROYAL BANK OF CANADA
DEFENDANT	COPPERLINE EXCAVATING LTD., 1496986 ALBERTA LTD., AND SPRUCE CREEK CONTRACTING LTD.
DOCUMENT	RECEIVER'S FIRST REPORT JUNE 9, 2020
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	RECEIVER ERNST & YOUNG INC. 10423 - 101 Street, Suite 1400 PO Box 44 Edmonton, Alberta T5H 0E7 Attention: Matt McCulloch / Dan McCulloch Telephone: 780-638-6642 / 780-441-4695 Fax: 780-428-8977 Email: matt.mcculloch@ca.ey.com dan.mcculloch@ca.ey.com COUNSEL SHAREK LOGAN van LEENEN LLP 2100, 10060 Jasper Avenue Edmonton, Alberta T5J 3R8 Attention: David Archibold Telephone: 780-413-3100 Fax: 780-413-3152 Email: darchibold@sharekco.com

TABLE OF CONTENTS

SCHEDULES

INTRODUCTION, BACKGROUND AND PURPOSE OF THE REPORT

1. On January 29, 2020, Copperline Excavating Ltd. ("**Copperline**") filed a Notice of Intention to Make a Proposal (the "**Notice of Intention**") and Ernst & Young Inc. (the "**Proposal Trustee**") consented to act as the Proposal Trustee.

2. On February 20, 2020, pursuant to an application made by Copperline in relation to the Notice of Intention, the Court of Queen's Bench of Alberta (the "**Court**") granted an order authorizing Copperline to sell the following assets to Proline Power Corp. free and clear of any security, charge or other restriction:

    a) a 2015 Freightliner 108SD Digger Derrick with serial number 1FVHG5CY3GHHA9338 for a purchase price of $155,000.000 plus applicable taxes; and,

    b) a 2014 Freightliner 108SD Bucket Truck with serial number 1FVHG5CY3EHFU8782 for a purchase price of $155,000.00 plus applicable taxes.

3. On February 21, 2020, pursuant to applications made by the Royal Bank of Canada ("**RBC**"), the Court granted the following orders:

    a) an order terminating the thirty-day period in which the Proposal Trustee had to file a proposal and lifting the stay of proceedings with respect to RBC; and

    b) an order (the "**Receivership Order**") appointing Ernst & Young Inc. (hereinafter referred to as "**EY**" or the "**Receiver**") as receiver and manager over the properties, assets and undertakings of Copperline, 1496986 Alberta Ltd. ("**149 AB**"), and Spruce Creek Contracting Ltd. ("**Spruce Creek**"), collectively, hereinafter referred to as the "**Companies**".

4. Further, on February 21, 2020, pursuant to an application made by Accord Small Business Finance Corp. ("**Accord**"), the Court granted a consent order excluding the collateral of Accord, described in Schedule "A" attached hereto (the "**Collateral**"), from the receivership proceedings against Copperline and allowing Accord to directly repossess the Collateral. The Receiver advises that Accord has made arrangements with the Receiver to store the Collateral at Copperline's head office, located in Spruce Grove,

Alberta (the "**Head Office**"), and reimburse the Receiver for a portion of the overhead costs. Attached as Schedule "B" is a copy of the agreement between the Receiver and Accord confirming that Accord is to pay $9,500.00, inclusive of GST, to the Receiver as storage costs. As at the date of this report, the Accord assets remain at Copperline's Head Office.

5. With respect to the business activities of the Companies, Spruce Creek operated as a parent company holding the shares of 149 AB and Copperline (collectively referred to as the "**Subsidiaries**"). The shares of Spruce Creek were owned equally by the former principals of Copperline, Jamie Black and Lorie Black (collectively, hereinafter referred to as "**Management**"). The Receiver advises that the shares in the Subsidiaries have no value. Other than the shares held in the Subsidiaries, the Receiver is not aware of any other assets held by Spruce Creek.

6. 149 AB operated as a rental company and its only assets known to the Receiver are:

   a) a beneficial ownership interest in a rental property, consisting of a mobile home situated on approximately 1.9 acres of land adjacent to Management's principal residence, in the County of Barrhead, Alberta (the "**Rental Property**"). The Receiver understands that the Rental Property has been listed as a corporate asset in the financial statements, however, was never transferred from Management to 149 AB; and,

   b) a beneficial ownership interest in a lakeside cabin, used exclusively for personal use of Management, located at Fawcett Lake Resort in northern Alberta (the "**Lakeside Cabin**"). The land where the Lakeside Cabin was constructed is not owned by 149 AB but rather leased from Fawcett Lakeside Developments, with the lease expiring in 2033.

7. Copperline, the main operating company, operated a utility construction business in Alberta specializing in the installation of shallow utilities and overhead powerlines, trenching services, gas line installations, hyrovac services, directional drilling services, and the installation of utility services in new residential subdivisions.

8. Copperline operated its business from two Alberta facilities, the Head Office in Spruce Grove and Red Deer (the "**Satellite Office**").

9. Copperline's physical assets consist of various types of specialized equipment and rolling stock, including radial boom diggers, bucket trucks, a hydrovac truck, tractor trailer units, dump trucks, nodwells, and various pick-up trucks. In addition to its physical assets, Copperline also has numerous accounts receivable and other assets in relation to its operations.

10. Copperline's business affairs, cash flow and operations were drastically affected by the current state of the oil and gas industry in Western Canada, which eventually lead to these receivership proceedings.

11. The purpose of this report (the "**Receiver's First Report**") is to advise the Court of the following:

a) the conservatory measures of the Receiver to date in respect of the Companies' assets along with its books and records;

b) several creditor related matters that have arisen, are being investigated, or have been determined since the onset of these receivership proceedings;

c) the Receiver's efforts in relation to Copperline's accounts receivables and the related results to date;

d) a series of smaller asset sales completed by the Receiver to date;

e) the solicitation of offers from auction companies and liquidators (the "**Asset Sale Process**") undertaken by the Receiver in relation to Copperline's assets and the results derived therefrom;

f) the Receiver's Interim Statement of Receipts and Disbursements up to and including June 1, 2020;

g) the Receiver's fees and those of its legal counsel, including unbilled work-in-progress ("**WIP**"), up to June 1, 2020;

h) a proposed interim distribution ("**Interim Distribution**") to creditors prepared by the Receiver;

and to obtain an order of the Court that:

i) approves the actions of the Receiver as outlined in this report;

j) approves the Receiver's recommendation to finalize and enter into a purchase and sale agreement (the "**Sale Agreement**") with Infinity Asset Solutions Inc. ("**Infinity**") pursuant to an offer to purchase the assets of Copperline (the "**Purchase Offer**") received from Infinity in response to the Asset Sale Process;

k) provides for the vesting of Copperline's assets to Infinity upon completion of the terms of the Sale Agreement;

l) seals the offers/proposals received as a result of the Asset Sale Process until the administration of the receivership proceedings is complete, and the Receiver is discharged;

m) approves the Receiver's Interim Statement of Receipts and Disbursements up to and including June 1, 2020;

n) approves the fees and disbursements of the Receiver and those of its legal counsel, including unbilled WIP, up to June 1, 2020; and,

o) approves the Receiver's Interim Distribution as set out herein.

DISCLAIMER

12. In preparing the Receiver's First Report, the Receiver has relied upon the Companies' unaudited financial information, the Companies' books and records, certain financial information prepared by the Companies, and discussions with the Companies' Management. The Receiver has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the information provided. Accordingly, the Receiver expresses no opinion or other form of assurance on the information contained in this report or relied upon in its preparation.

13. This report should be read in conjunction with any other materials filed before the date of the upcoming application to Court which has currently been set for June 22, 2020. All reports and Orders, save for items directed to be sealed for confidentiality purposes, are available on the Receiver's website established for these proceedings that is located at www.ey.com/ca/copperline.

14. All references to dollars are in Canadian currency unless otherwise noted.

CONSERVATORY MEASURES BY RECEIVER

15. Since the date of the Receivership Order, the Receiver has been busy managing a multitude of tasks including cleaning and organizing Copperline's rolling stock and equipment in preparation for the Asset Sale Process (largely with the assistance of Management), addressing creditor, property claimant and employee enquiries, and safeguarding the assets and books and records of the Companies. The paragraphs that follow provide the Court and other interested parties with a high-level summary of the major tasks undertaken by the Receiver to date.

Spruce Creek

16. Since the only assets held by Spruce Creek were the shares it held in its Subsidiaries, no conservatory measures were taken by the Receiver.

149 AB

17. At the onset of the receivership proceedings, the Rental Property was being occupied by tenants. The Receiver contacted the tenants and confirmed that the tenants wanted to stay, they would continue to care for the premises, and continue to pay the utilities. The Receiver was comfortable with these arrangements and, therefore, no additional conservatory measures were taken.

18. With the onset of the COVID-19 Pandemic ("**C-19**") the tenants advised that they had been laid off by their employers and wished to return to their home in Atlantic Canada to be with family. The Receiver was agreeable with allowing the tenants to vacate the Rental Property. The Receiver had Management change the locks to the mobile home upon the tenants vacating. The Rental Property is currently being occupied by elderly family members of Management on a rent-free basis, as they have no income due to C-19. The occupants are paying associated utility expenses directly. The Receiver is comfortable that the Rental Property is secure due to it being occupied and due to its proximity to Management's principal residence.

19. With respect to the Lakeside Cabin, the Receiver confirmed that only Management had keys and access to the premises and that they would ensure the premises remained secure. The Receiver was comfortable with these arrangements and, therefore, no

additional conservatory measures were taken.

Copperline

20. Prior to the onset of these receivership proceedings, EY consulted with Management to take measures to minimize costs. One of the measures taken was to have Management consolidate Copperline's assets to one location, by moving all assets from the Satellite Office to the Head Office and vacating those premises. Another measure taken, at the Head Office, was to have Management change the locks to the main doors, disable key fob access to secondary doors, and change the code to the main gate. Access was then restricted to only Management and EY.

21. On February 21, 2020, the Receiver had representatives on site at the Head Office location. Since Management had already changed locks or otherwise disabled and restricted access, the Receiver was comfortable that no additional measures were required in that respect.

22. At the same time, the Receiver inventoried and photographed all Copperline assets, previously consolidated to the Head Office location, and secured the keys to all the rolling stock and equipment.

23. The Receiver continued the on-site monitoring with the existing alarm company and was added as an emergency contact. The Receiver also engaged Management to conduct random security patrols over the weekends. Security was not required during normal business hours as the Receiver had retained Management and some staff to gather equipment and prepare a detailed inventory of all of the smaller assets that were located in sea-cans and otherwise located throughout Copperline's yard.

24. All of the Companies' bank accounts were frozen for outgoing transactions after the onset of the receivership and only deposit related items could be processed into any existing accounts. The Receiver has since opened its own trust accounts and will maintain all funds collected in trust as required. All outstanding corporate credit and fuel cards and cell phones have been cancelled by the Receiver.

25. Copperline's mail has been redirected to the Receiver's office in an effort to intercept any accounts receivable and to confirm any potential creditors that may not be known to the Receiver.

26. The Receiver has confirmed adequate insurance is in place for all of the Companies' assets and occupied premises and has continued to pay the required premiums. The insured premises include the Head Office, the Rental Property, and the Lakeside Cabin.

LANDLORDS

27. The Receiver has been in contact with Copperline's landlord in relation to continuing to occupy the Head Office premises. In an effort to minimize costs, the Receiver was able to negotiate a 25% reduction in the base rent.

28. Since the Satellite Office was vacated prior to these receivership proceedings, the Receiver did not have to expend resources to deal with the landlord at these premises.

RETENTION OF STAFF AND MANAGEMENT

29. Prior to the Receivership Order being granted, Copperline's senior secured creditor, RBC, agreed to pay the last payroll prior to the date of receivership. In addition, prior to the onset of the receivership, all Copperline staff had been terminated by Management.

30. The Receiver re-hired certain staff and Management of Copperline to assist with the following:

a) locating and recovering assets not initially on site at the date of receivership;

b) repairing and cleaning the rolling stock and grouping remaining assets into reasonable lot sizes in preparation for the Asset Sale Process;

c) to organize and box-up all required payroll information and other relevant books and records of Copperline;

d) to prepare and file all outstanding GST returns and to prepare T4s and Records of Employment for Copperline staff;

e) to determine the amounts due to employees pursuant to the *Wage Earners' Protection Program Act* ("WEPPA");

f) to compile a final accounts receivable listing for Copperline;

g) to compile final accounts payable and creditor information; and,

h) to assist the Receiver where otherwise deemed necessary.

31. The Receiver advises that Management has worked diligently to correct any deficiencies in previous work completed and billed by Copperline, in an effort to resolve holdbacks related to disputed receivables (as discussed later in this report) and maximize the collection of receivables for the benefit of the estate.

32. On May 11, 2020, in consultation with Management the Receiver confirmed that all of work in preparing the assets for the Sale Process was complete and that staff previously retained to assist in this regard were no longer needed. As such, the Receiver terminated these staff. Management was retained in order to assist with asset related questions and accounts receivable.

33. On May 29, 2020, after the conclusion of the Asset Sale Process, the Receiver negotiated Management's salary from the pre-receivership amount to a day-rate of $500.00 per day that they do work for the Receiver. The Receiver has also agreed to pay Management $100.00 per day to tour the Head Office to ensure the site is secure. This security charge will only be charged on days where Management is not providing services to the Receiver under the day-rate agreement.

INSURANCE CLAIM PRIOR TO RECEIVERSHIP

34. On or about September 2, 2018, prior to the Receivership Order being granted, approximately $33,644.00 worth of assets were stolen from the Head Office location. Shortly thereafter, Management filed a proof of loss claim with the insurer on September 4, 2018. To date, the stolen assets have not been recovered and the Receiver continues to work with the insurer to settle the outstanding claim.

THEFT OF ASSETS DURING RECEIVERSHIP

35. On or about March 28, 2020, the Receiver was informed that a break-in had occurred at the Head Office location and that a handful of smaller equipment and some batteries were stolen, resulting in minor damage to the trucks and the front gate control box. The thieves cut a hole in a portion of fence at the Head Office. The Receiver attended site with Management to review the matter and inspect the assets. It was noted that the only tangible assets that were taken were batteries from some of the Accord Collateral. The

Receiver blocked the damaged fence such that the yard was again secure. There was no breach of the actual Head Office building and no theft of assets subject to the receivership.

36. In an effort to minimize costs, the Receiver determined that the value of the stolen batteries and resulting damage did not justify the Receiver's time in filing a police report and the deductible did not warrant a claim being filed with the insurer. However, the Receiver was able to utilize existing employees and materials on-hand to complete repairs to the damaged vehicles and bring them back to a saleable state at minimal cost to the estate.

37. The Receiver will continue to monitor the security of the assets at the Head Office location and will take any necessary actions to mitigate future loss. To date, the stolen batteries have not been recovered.

CREDITOR MATTERS

Source Deductions and Goods and Services Tax ("GST")

38. All pre-receivership employee T4 slips, T4 Summaries, Records of Employment, GST return's and all other returns required to be filed by statute have been completed and remitted. Any post-receivership employee T4 slips, T4 Summaries and Records of Employment, with respect to former Copperline employees, currently employed by the Receiver, will be completed and filed as required by the Receiver.

39. To affect the proper remittance of post-receivership source deductions and GST, the Receiver opened the appropriate "0002" payroll and GST accounts with the Canada Revenue Agency ("**CRA**").

Employee Claims Pursuant to WEPPA

40. The Receiver identified 21 potential employees (including 2 members of Management) who are owed a total of $175,310.32 in termination pay. To date, the Receiver has admitted claims from 18 of these employees under WEPPA. To date, Service Canada has issued payments to all 18 of these employees for a total of $70,673.31. None of the amounts paid by Service Canada to date would constitute a secured charge ranking in priority to other secured creditors over the current assets of Copperline. The Receiver will continue to monitor WEPPA in the event the remaining employee files a claim and payment is made.

Workers' Compensation Board ("WCB")

41. The Receiver has been in contact with the WCB in Alberta and has provided them with information required to determine any amounts due. The Receiver was advised that Copperline's existing WCB account had a balance owing of $8,983.19, which has since been paid by the Receiver.

42. To affect the proper remittance of post-receivership WCB premiums, the Receiver opened a new receivership account with WCB Alberta.

Secured Creditors

43. The Receiver conducted a search at the Personal Property Registry ("**PPR**") and identified the following general secured creditors (collectively, hereinafter referred to as the "**General Secured Creditors**"), with the following priority rankings, that had registered general security agreements over all present and after-acquired personal property of Copperline:

    1) RBC, with a first priority ranking;
    2) Accord, with a second priority ranking; and,
    3) Lafarge Canada Inc. ("**Lafarge**").

44. In addition, the Receiver identified the following secured lessors (collectively, hereinafter referred to as the "**Secured Lessors**") that had registered specific security agreements for leases and financing of specific collateral of Copperline:

    1) Accord;
    2) ADD Capital Corp. ("**ADD Capital**");
    3) Brandt Finance Ltd. ("**Brandt**");
    4) Calmont Leasing Ltd. ("**Calmont**");
    5) Commercial Truck Equipment Corp. ("**CTEC**");
    6) CWB National Leasing Inc. ("**CWB**");
    7) HSBC Bank Canada ("**HSBC**");
    8) The Driving Force Inc. ("**Driving Force**");
    9) Jim Pattison Industries Ltd. ("**Jim Pattison**");
    10) John Deere Canada ULC / John Deere Financial Inc. (collectively, hereinafter referred to as "**John Deere**");
    11) Meridian OneCap Credit Corp. ("**Meridian**"); and,

12) RBC.

The Receiver advises that the PPR searches conducted revealed shared security interests on certain assets held by the Companies.

45. As noted earlier in this report, the Court granted a consent order excluding the Collateral of Accord, described in **Schedule "A"** attached hereto, from the receivership proceedings against Copperline and allowing Accord to directly repossess the Collateral.

46. The Receiver provided all security documentation received with respect to the Secured Lessors to its counsel for its opinion in relation to the nature of the lease agreements. The Receivers counsel had determined that, except for the ADD Capital, Driving Force and Calmont leased assets, all remaining Secured Lessor's lease agreements related to financing leases and not true leases. The Receiver advises that the Add Capital, Driving Force and Calmont leased assets were released to the respective lessors.

47. It was determined by the Receiver that the CTEC assets had negative equity based on an appraisal completed by Verus Valuations Ltd. ("**Verus**"). In addition, CTEC opposed the receivership application, as such it would be unfair to marshal costs with CTEC. After consultations with RBC, it was agreed that the Receiver should release the CTEC assets, which it has. A copy of the Verus appraisal is attached to a separate confidential supplement (the "**First Confidential Supplement**") which will be provided to the Court in conjunction with this report.

48. The remaining Secured Lessors' leased assets were included in the Asset Sale Process (discussed later in this report).

Property Claims

49. The Receiver received several property claims with respect to assets located at Copperline's Head Office location. After reviewing the claims received, all assets with proven claims deemed acceptable to the Receiver were released to the respective claimants in a timely manner

ACCOUNTS RECEIVABLE

50. The following is a summary of the results of the collection efforts of the Receiver to date:

Total A/R as at February 21, 2020	Amount Received	Amount Disputed	Legal Action to Pursue	Lien Claims
$1,564,662.36	$1,200,256.82	$219,915.91	$59,984.52	$84,505.11

51. The $219,915.91 in disputed receivables are in relation to holdbacks, which the Receiver is currently working with Management to collect. The Receiver will discuss with its counsel as to whether or not it will pursue any legal action with respect to those customers who fail to pay or resolve collection issues in due course.

52. The $59,984.52 in receivables are in relation to two specific customers, whom the Receiver has been unable to contact and who have not responded to demand letters. As such, the Receiver has instructed its counsel to pursue legal action against these parties.

53. The $84,505.11 in lien claims are in relation to a specific customer, for whom the Receiver's counsel is currently working to resolve the lien claim in order to collect some, if not, all of this amount.

ASSET REALIZATIONS TO DATE PURSUANT TO THE THRESHOLDS IN THE RECEIVERSHIP ORDER

54. In an effort to maximize realizations, the Receiver, with the assistance of Management, initiated an informal, non-binding bid process to sell certain Copperline assets, resulting in sales proceeds totaling $198,125.60.

55. The Receiver accommodated viewings of certain assets for potential purchasers that had expressed an interest. The Receiver reviewed all bids received and compared the bids to either the appraisal completed by Verus, dated July 9, 2019, or the forced liquidation value ("FLV") as provided by EY's internal valuation group on certain assets that the Verus appraisal did not address. In all instances, the bids accepted exceeded the Verus appraisal or FLV.

56. The following is a summary of the assets sold:

Purchaser	Description	Sale Proceeds (net of GST)
Jason Graafland	Various miscellaneous shop tools	$461.90
Earthworm Horizontal Drilling Ltd.	2017 Brandt trailer (s/n: 2NYUT2EB4HR000255) and Various miscellaneous shop tools	$5,500.00 $1,075.00
True North HDD	2017 Ditch Witch and attachments (s/n: DWPJT20XEH0001277)	$130,000.00
True North HDD	TK Recon 1 Display (s/n: 842939) and Tracker (s/n: 8415547)	$10,000.00
True North HDD	2007 International 4400 Reefer (s/n: 1HTMSAZR97H460209) and Power Unit (s/n: CMWFM25XVC0000195)	$12,000.00
True North HDD	2016 ABU trailer (s/n: 4UGFP3037GD029438)	$10,000.00
Castle Power	Ground chain tester Various miscellaneous shop tools	$3,528.70 $680.00
Castle Power	Various miscellaneous shop tools	$1,565.00
Lorna Sarich	Various computer equipment	$1,450.00
Lorna Sarich	Various computer equipment	$700.00
Todor Gold Corp.	Various computer equipment	$1,240.00
Shoreside Management Ltd.	Various computer equipment	$250.00
Empower Construction Group	Various miscellaneous equipment	$19,675.00
	Total Sale Proceeds	$198,125.60

PROPOSED SALE PURSUANT TO THE ASSET SALE PROCESS

57. In an effort to maximize sales proceeds, the Receiver worked closely with Management to clean and repair the rolling stock, within reason, and physically organize the large volume of smaller assets such as equipment, tools, etc. into various lots, which totaled

in excess of 500 individual lots.

58. During this time, the Receiver faced many challenges that delayed its efforts to catalogue and inventory the smaller assets and organize them into various lots, including business interruption and health concerns surrounding C-19 and unexpectedly poor weather conditions.

59. In the interim, while the Receiver waited for these smaller assets to be organized into various lots, the Receiver initiated discussions with RBC and Management to consider soliciting offers from auction companies and liquidators to see what they would yield, prior to the Receiver expending additional time and costs in running a formal sales process to the general public.

60. Following approval by RBC and Management, the Receiver initiated the Asset Sale Process by sending out a listing of Copperline's assets with a request for offers/proposals to known auction companies and liquidators by email and scheduling asset viewings at the Head Office location.

61. The Asset Sale Process included all of Copperline's remaining assets which were not otherwise sold (as discussed previously).

62. Prior to outlining the offers/proposals received, it is the position of the Receiver that the specific information pertaining to all the offers/proposals received through the Asset Sale Process is sensitive in nature and should be sealed and kept confidential until the administration of the receivership proceedings are completed, and the Receiver is discharged. In the event that this Honourable Court does not grant an Order approving the sale as recommended by the Receiver, or that any of the proposed transaction does not close, the Receiver is concerned that efforts to re-market any of the affected assets could be impaired by disclosure of the various offer/proposal details.

63. Given the concerns above, a summary of the offers/proposals considered by the Receiver from the Asset Sale Process is detailed in the First Confidential Supplement which will be provided to the Court and certain of Copperline's stakeholders as deemed appropriate by the Receiver subject to the receipt of an appropriate confidentiality undertaking.

64. The Receiver considered the following while reviewing the offers/proposals received:

- the amounts offered and whether the offer was an outright purchase, a net minimum guarantee ("**NMG**") proposal or a combination thereof;

- the FLV of the appraisal of Copperline's assets completed by Verus; and,

- the impact of any other requirements of the Receiver in relation to such offers, such as timing issues and the anticipated costs to the estate in each scenario (if any). For the information of the Court, the estimated monthly costs for insurance, rent, utilities, and other related costs (based primarily on expenses paid to date) to maintain Copperline's Head Office location are approximately $43,900.00.

65. In total, eight auction companies provided the Receiver with proposals. Five of the initial Proposals provided were extremely close. As such, the Receiver requested the best proposals that these five companies were willing to provide.

66. Based on the offers/proposals received to date, as detailed in the First Confidential Supplement, the Receiver recommends that the Purchase Offer submitted by Infinity be accepted.

67. The Receiver has reviewed the Purchase Offer from Infinity and several of the other highest offers/proposals received with RBC and Management, on a confidential basis, and understands that RBC and Management are in support of the Receiver's recommendation to pursue and accept the Infinity Purchase Offer.

RECEIVER'S INTERIM STATEMENT OF RECEIPTS AND DISBURSEMENTS

68. Attached as Schedule "C" to this report is a copy of the Receiver's Interim Statement of Receipts and Disbursements up to and including June 1, 2020. The Receiver has provided explanatory notes for certain items outlined in Schedule "C", where it felt further explanation or details were merited.

69. It is the Receiver's position that the interim receipts and disbursements as noted in Schedule "C" are reasonable and appropriate in these circumstances.

RECEIVER'S AND RECEIVER'S COUNSEL'S FEES AND DISBURSEMENTS

70. As at the date of this report, the Receiver has billed fees of $118,689.88 plus GST of $5,934.49, for a total of $124,624.37. The Receiver's unbilled WIP up to June 1, 2020 is $36,312.44 plus GST of $1,815.62, for a total of $38,128.06. A summary of the Receiver's fees and expenses and applicable time dockets are attached as Schedule "D".

71. As at the date of this report, the Receiver's Counsel has billed fees of $46,582.20 plus GST of $2,310.11, for a total of $48,892.31. A copy of the Receiver's Counsel's invoice's and related time dockets are attached as Schedule "E".

72. It is the opinion of the Receiver that the fees and expenses of the Receiver and its counsel are fair and reasonable in these circumstances, and as such, be approved by the Court

RECEIVER'S PROPOSED INTERIM DISTRIBUTION

73. The following paragraphs provide a high-level overview of the rationale of the Receiver in preparing the Interim Distribution that is attached as Schedule "F" to this report. Further details and explanatory notes for specific items in the Interim Distribution are noted in Schedule "F".

74. In preparation of the Interim Distribution, the Receiver first needed to assess what the amount payable would be to each of the following Secured Lessors, who enjoy priority over the General Secured Creditors (also discussed earlier in this report) to certain assets of Copperline:

1) Brandt;
2) CWB;
3) Jim Pattison;
4) John Deere; and,
5) Meridian

75. Attached as Schedule "G" to this report is an analysis prepared by the Receiver within which the Receiver has quantified the gross amount it believes should be payable to the above noted Secured Lessors in the circumstances, prior to any cost allocations.

76. The following details provide a high-level summary of the Receiver's rationale used to compile Schedule "G":

(a) As a courtesy to the Receiver, Infinity provided its internal valuation of Copperline's assets which it used to quantify the Purchase Offer.

(b) Since Infinity's total internal valuation was higher than the Purchase Offer, the Receiver had to calculate an Adjusted Sale Price for each asset. First, the Receiver determined a percentage for each asset as a percentage of the total internal valuation assigned to the assets by Infinity. Next, the Receiver applied that percentage to the Purchase Offer to determine an Adjusted Sale Price for each asset.

(c) The Proposed Balances for Allocation Purposes were determined using the lower of the respective creditor's claim amount or the Adjusted Sale Price.

77. Next, the Receiver determined an interim amount to be paid to RBC, being $1,599,857.70, based on the net receipts in the Receiver's Interim Statement of Receipts and Disbursements and the amount to be received from Infinity, after deducting the amounts calculated and allocated to the Secured Lessors noted in **Schedule "G"**.

78. Based on the above figures, the Receiver calculated a "Proposed Allocation %" based on each creditor's respective recovery.

79. Finally, the Receiver applied the Proposed Allocation % to the Receiver's total disbursements up to June 1, 2020 to determine the allocated costs for each of the creditors. The Receiver deducted these allocated costs from the applicable creditors to determine the Proposed Net Distribution to each secured creditor.

80. The Receiver proposes to retain $250,000.00, from the proposed distribution, to cover any contingency that may arise (if any), the unbilled time and costs of preparing this report and the associated schedules, and for future costs of the Receiver and its counsel in relation to completing the administration of this proceeding. The Receiver shall provide this Honourable Court with a summary of these fees and expenses in a future report.

81. As noted above, attached as **Schedule "C"** to this report is a copy of the Receiver's Interim Distribution. For the Court's ease of reference, the Interim Distribution provides for,

- An interim distribution to RBC of $1,599,857.70;
- Net of costs, payment to Secured Lessors of $686,077.29 as follows:

Brandt:	$179,151.03
CWB:	$26,477.15
Jim Pattison:	$53,756.63
John Deere:	$410,645.73
Meridian:	$16,046.76

and,

- A reserve of $250,000.00 to cover any contingency that may arise (if any), unbilled WIP and future costs of the Receiver and its counsel in relation to completing the administration of this proceeding.

82. The Receiver advises that there appears to be a shortfall between the amounts realized for Copperline's assets and the claims of its secured creditors, and as such, a distribution to the unsecured creditors of this estate is not anticipated.

83. The Receiver is of the view that the Interim Distribution is fair and reasonable to all stakeholders in these circumstances, and respectfully requests it be approved by the Court.

84. The Receiver proposes to distribute funds, as per the Interim Distribution, following the receipt of the proceeds from the sale of the assets as outlined in the Sale Agreement.

CONCLUSION

85. Based on the matters outlined in this report, the Receiver respectfully requests that this Honourable Court grant an Order that:

a) approves of the actions of the Receiver as outlined in the Receiver's First Report;

b) approves the Receiver's recommendation to finalize and enter into the Sale Agreement with Infinity pursuant to the Purchase Offer received from Infinity in response to the Asset Sale Process;

c) provides for the vesting of Copperline's assets to infinity upon completion of the terms of the Sale Agreement;

d) seals the offers/proposals received as a result of the Asset Sale Process until the administration of the receivership proceedings is complete, and the Receiver is discharged;

e) approves the Receiver's Interim Statement of Receipts and Disbursements up to and including June 1, 2020;

f) approves the fees and disbursements of the Receiver and those of its legal counsel, including unbilled WIP, up to June 1, 2020; and

g) approves the Receiver's Interim Distribution as set out herein.

Respectfully submitted this 9th day of June 2020.

Ernst & Young Inc.
In its capacity as Receiver of
Copperline Excavating Ltd.
and not in its Personal Capacity

Per:

Dan McCulloch, CIRP, LIT,
Vice President

Schedule “A”

SCHEDULE "A"

Year	Make	Model	Description	Serial Number
2012	Ford	F250	Crew Truck	1FT7W2B61CEB90439
2007	Dodge	Ram 3500 Quad	Crew Truck	3D6WH48AX7G733616
2012	Ford	F350 w/Deck 62128	Crew Truck	1FT8W3B6XCEA62128
2012	Ford	F350 w/Deck 62129	Crew Truck	1FT8W3B61CEA62129
2012	Ford	F350 -Super Duty	Crew Truck	1FT8W3B65CEB34658
2012	Ford	F350	Crew Truck	1FT8W3B67CEA74530
2010	Ford	F150 Supercrew	Crew Truck	1FTFW1EV6AFB64337
2011	Ford	F150 XLT	4x4 Crew Cab Pickup	1FTFW1EF5BFA51473
2010	Ford	F150 Supercrew 4X4	Crew Truck	1FTFW1EV0AFB80226
2010	Ford	F150 Supercrew	Crew Truck	1FTFW1EV3AFC80143
2011	Ford	F150 Crew XLT	Crew Truck	1FTFW1EF7BKD58599
2013	Ford	F150	Crew Truck	1FTFW1EF0DFA82892
2014	Ford	F150 XLT	4x4 Crew Cab Pickup	1FTFW1EF6EFA86771
2015	Freightliner	108SD	Digger Truck	1FVHG5CY7FHGS0505
2014	Peterbilt	Conventional	Heavy Truck	1NPTX4TX4ED234692
2008	Kenworth		Winch Tractor	1NKDLB0X88R933135
2007	Peterbilt	335 Conventional	Heavy Truck	2NPLHD8X47M732720
1981	International	IHC S1800	Fire Truck	1HTAA18B3BHB38140
2006	Haulin	HALSXB714TA2	Trailer	5NHUHA4256W046180
2005	CJAY	CJ820	Trailer	2JAAE772851000031
2012	Forest River	ORBL716TA2	Trailer	5NHUBL629CT435556
2012	Forest River	ORBL716TA2	Trailer	5NHUBL625CT435554
2013	Forest River	ORBL816TA2	Trailer	5NHUBL624DT438351
1998	Featherlite	5000	Trailer	4FGL01429WD608027
2013	PJ Trailers	D5102	Trailer	4P5D51021D1182677
2015	Diamond	46ED C/Roadclipper	Dump Trailer	46UFU1223F1169250
2007	RT	Deck Over	Trailer	2R9DS72D67W682285
2007	RT	Deck Over	Trailer	2R9DS72D07W682475
2011	ABU	10230DP210	Trailer	4UGFP3025BD018809
2011	Lode King	JPA26-2	S/A Jeep Trailer	2LDJP2624BA052517
2013	SWS ABU	08220SH270	Trailer	4UGFH2020DD023989
2014	SWS ABU	10236DG310	Gooseneck Trailer	4UGFG3634ED025271
2014	SWS ABU	10230DP310	Trailer	4UGFP3033ED024685
2014	SWS ABU	08220SH270	Trailer	4UGFH2026ED025327
2016	Arne's	Lowboy 50T	Tridem Fixedne	2A9125432GA003629
2016	Arne's	Lowboy 40T	Tridem Scissor	2A9125337GA003563
2015	Load Trail	CH8324	Trailer	4ZECH2430F1090383
2010	Big Tex	35SA-10	Trailer	16VAX1010A2A47718
1999	Stoughton	53' Dry Van	Trailer	1DW1A5322XS241918
1996	Great Dane	Enclosed	Trailer	1GRAA062XTB035508
1985	Strick		Trailer	1S12E9537FE275548

2001	Great Dane	T/A Van	Trailer	1GRAA06201B126123
2000	Great Dane	Van	Trailer	1GRAA0620YB069111
1974	Fruehauf	T/A Office Van	Trailer	DXS5216-08
2014	Northgate Ind	Skid Mtd Office	Trailer	220031020003N14
2014	Northgate Ind	Skid Mtd Office	Trailer	220021020003N14
2015	Falcan	FH210	Trailer	2F9T322H1F6056459
2001	Brooks Brothers	PTF	Trailer	1B9PS12211M274080
2015	Falcan	TD210	Reel Trailer	2F9T322HXF6056453
2017	Falcan	TD210	T/A Reel Trailer	2F9TR1E24H6056547
1995	Ubilt	T/A Reel	Trailer	2AT606015SU301583
2007	PJ Trailers	C6202 Carhauler	Trailer	3CVC6202572103910
2014	SWSABU	08220SH270	Trailer	4UGFH2023ED024426
2014	Falcan	FL170	Reel Trailer	2F9T308L7F6056400
2014	Falcan	FL170	Reel Trailer	2F9T308L8F6056399
2014	Falcan	FL170	Reel Trailer	2F9T308L6F6056398
2015	Falcan	FL170	Trailer	2F9T310L0F6056401
2004	Beothuck	Flatdeck	Trailer	2T9FT8E2641415644
2014	John Deere	35D w. thumb	Excavator	1FF035DXECG271378
2015	Komatsu	PC210LC-10	Excavator	A10612
2014	John Deere	85G	Hydraulic Excavator	1FF085GXEEJ017415
2012	Ditch Witch	JT100	Drill	CMWJT100EC0000110
2010	Nodwell Terex	C4047	Digger Derrick	2100439881
2012	John Deere	328D	Skid Steer	1T0328DKACD217194
2012	John Deere	328D	Skid Steer	1T0328DKCCD217198
2013	John Deere	332D	Skid Steer Loader	1T0332DMJCD234374

Schedule “B”

ACCORD

April 23, 2020

Reply to: jjang@accordfinancial.net

BY EMAIL

Ernst & Young Inc.
1400, 10423 – 101 Street
Edmonton, AB T5J 0N3

Dear Sirs/Mesdames:

RE: Royal Bank of Canada v. Copperline Excavating Ltd., 1496986 Alberta Ltd., Spruce Creek Contracting Ltd., Jamie Black, and Lori Black, Court of Queen's Bench of Alberta, Judicial Centre of Edmonton, Court File Number: 2003 03284

Further to the Receivership Order and Consent Order granted by Justice Little on February 21, 2020 in the above noted receivership proceedings, we, Accord Small Business Finance Corp. ("**Accord**"), wish to confirm the agreement reached with you, Ernst & Young Inc., the court appointed receiver and manager of Copperline Excavating Ltd., 1496986 Alberta Ltd., Spruce Creek Contracting Ltd. ("**Receiver**"), with respect to the storage of the collateral of Accord. The Receiver and Accord agree as follows:

(a) The Receiver shall store for Accord the collateral of Accord listed in the attached **Schedule "A"** (the "**Goods**").

(b) For the storage, Accord shall pay the Receiver the amount of $9,500.00 per month, commencing on February 21, 2020 for use for storage purposes only.

(c) Subject always to paragraph (e) below, the Receiver shall return the Goods to Accord in as good condition as when possessed on February 21, 2020, reasonable wear and tear excepted.

(d) The Goods to be stored at 375 Saskatchewan Avenue, Spruce Grove, T7X 3A1 (the "**Site**").

(e) The Receiver shall not be responsible for loss or injury to the Goods, except for those arising from wilful misconduct or gross negligence of the Receiver.

(f) At all times while the Goods are in the possession of the Receiver, Accord shall keep the Goods insured against loss.

(g) The Goods are possessed by the Receiver for the purpose of storage only, and are not to be used by the Receiver for any other purpose.

(h) On 24 hours written request of Accord, the Receiver shall permit the removal of a Good(s) by Accord or by a purchaser arranged by Accord, during normal business hours Mondays through Fridays, or as otherwise agreed to by the Receiver.

(i) If other goods stored by the Receiver are damaged by the removal of a Good(s) by Accord or a purchaser, Accord would be responsible for the damage.

(j) If the Site is damaged by the removal of a Good(s) by Accord or a purchaser, Accord would be responsible for the damage to the Site.

(k) Accord and the Receiver would deal directly with each other with respect the removal of a Good(s). The contact person with the Receiver is as follows: Daniel Pintaric, email Daniel.Pintaric@ca.ey.com, direct telephone (780) 412-2381. The contact person with Accord is as follows: James Jang, email jjang@accordfinancial.net, direct telephone (604) 982-3006.

(l) This letter agreement terminates the earlier of (i) written notice from Accord, or (ii) on 90 days of the date above, and in the latter case, Accord and the Receiver shall then revisit another letter agreement for the storage of the Goods, or apply to Court to determine further storage of the Goods.

If you agree to the contents of this Letter Agreement, please sign below and return a copy of this letter to us.

Yours truly,

JAMES C. JANG
President | Accord Small Business Finance

Acknowledged and Agreed to.

ERNST & YOUNG INC., in its capacity as the court appointed Receiver and Manager of Copperline Excavating Ltd., 1496986 Alberta Ltd., Spruce Creek Contracting Ltd.

____

Per: Matt McCulloch
Senior Vice President

SCHEDULE "A"

COPPERLINE EXCAVATING LTD.

Year	Make	Model	Description	Serial Number
2012	Ford	F250	Crew Truck	1FT7W2B61CEB90439
2007	Dodge	Ram 3500 Quad	Crew Truck	3D6WH48AX7G733616
2012	Ford	F350 w/Deck 62128	Crew Truck	1FT8W3B6XCEA62128
2012	Ford	F350 w/Deck 62129	Crew Truck	1FT8W3B61CEA62129
2012	Ford	F350 -Super Duty	Crew Truck	1FT8W3B65CEB34658
2012	Ford	F350	Crew Truck	1FT8W3B67CEA74530
2010	Ford	F150 Supercrew	Crew Truck	1FTFW1EV6AFB64337
2011	Ford	F150 XLT	4x4 Crew Cab Pickup	1FTFW1EF5BFA51473
2010	Ford	F150 Supercrew 4X4	Crew Truck	1FTFW1EV0AFB80226
2010	Ford	F150 Supercrew	Crew Truck	1FTFW1EV3AFC80143
2011	Ford	F150 Crew XLT	Crew Truck	1FTFW1EF7BKD58599
2013	Ford	F150	Crew Truck	1FTFW1EF0DFA82892
2014	Ford	F150 XLT	4x4 Crew Cab Pickup	1FTFW1EF6EFA86771
2015	Freightliner	108SD	Digger Truck	1FVHG5CY7FHGS0505
2014	Peterbilt	Conventional	Heavy Truck	1NPTX4TX4ED234692
2008	Kenworth		Winch Tractor	1NKDLB0X88R933135
1981	International	IHC S1800	Fire Truck	1HTAA18B3BHB38140
2006	Haulin	HALSXB714TA2	Trailer	5NHUHA4256W046180
2013	PJ Trailers	D5102	Trailer	4P5D51021D1182677
2015	Diamond	46ED C/Roadclipper	Dump Trailer	46UFU1223F1169247
2015	Diamond	46ED C/Roadclipper	Dump Trailer	46UFU1223F1169250
2007	RT	Deck Over	Trailer	2R9DS72D67W682285
2007	RT	Deck Over	Trailer	2R9DS72D07W682475
2011	ABU	10230DP210	Trailer	4UGFP3025BD018809
2011	Lode King	JPA26-2	S/A Jeep Trailer	2LDJP2624BA052517
2013	SWS ABU	08220SH270	Trailer	4UGFH2020DD023989
2014	SWS ABU	10224DH270	Trailer	4UGFH2428ED024383
2014	SWS ABU	10236DG310	Gooseneck Trailer	4UGFG3634ED025271
2014	SWS ABU	10230DP310	Trailer	4UGFP3033ED024685
2014	SWS ABU	08220SH270	Trailer	4UGFH2026ED025327
2016	Arne's	Lowboy 50T	Tridem Fixedne	2A9125432GA003629
2016	Arne's	Lowboy 40T	Tridem Scissor	2A9125337GA003563
2015	Load Trail	CH8324	Trailer	4ZECH2430F1090383
2010	Big Tex	35SA-10	Trailer	16VAX1010A2A47718
1999	Stoughton	53' Dry Van	Trailer	1DW1A5322XS241918
1996	Great Dane	Enclosed	Trailer	1GRAA062XTB035508
1985	Strick		Trailer	1S12E9537FE275548
2001	Great Dane	T/A Van	Trailer	1GRAA06201B126123
2000	Great Dane	Van	Trailer	1GRAA0620YB069111
1974	Fruehauf	T/A Office Van	Trailer	DXS5216-08

2014	Northgate Ind	Skid Mtd Office	Trailer	220031020003N14
2014	Northgate Ind	Skid Mtd Office	Trailer	220021020003N14
2015	Falcan	FH210	Trailer	2F9T322H1F6056459
2001	Brooks Brothers	PTF	Trailer	1B9PS12211M274080
2015	Falcan	TD210	Reel Trailer	2F9T322HXF6056453
2017	Falcan	TD210	T/A Reel Trailer	2F9TR1E24H6056547
1995	Ubilt	T/A Reel	Trailer	2AT606015SU301583
2007	PJ Trailers	C6202 Carhauler	Trailer	3CVC62025721O3910
2014	SWSABU	08220SH270	Trailer	4UGFH2023ED024426
2014	Falcan	FL170	Reel Trailer	2F9T308L7F6056400
2014	Falcan	FL170	Reel Trailer	2F9T308L8F6056399
2014	Falcan	FL170	Reel Trailer	2F9T308L6F6056398
2015	Falcan	FL170	Trailer	2F9T310L0F6056401
2004	Beothuck	Flatdeck	Trailer	2T9FT8E2641415644
2014	John Deere	35D w. thumb	Excavator	1FF035DXECG271378
2015	Komatsu	PC210LC-10	Excavator	A10612
2012	Ditch Witch	JT100	Drill	CMWJT100EC0000110
2010	Nodwell Terex	C4047	Digger Derrick	2100439881
2012	John Deere	328D	Skid Steer	1T0328DKACD217194
2012	John Deere	328D	Skid Steer	1T0328DKCCD217198

Schedule “C”

Schedule C
Copperline Excavating Ltd. - in Receivership
Ernst & Young Inc., Receiver
Receiver's Interim Statement of Receipts and Disbursements
For the Period February 21, 2020 to June 1, 2020

Receipts:		**Notes**
Sale of assets	508,125.60	*1*
Accounts receivable	1,163,379.80	
Cash in bank	65,038.32	*2*
GST collected on receipts	68,646.31	
Insurance refund	25,976.16	*3*
Miscellaneous refunds	4,540.68	*4*
Rental income	1,119.80	*5*
Interest income	482.81	
Total Receipts	**1,837,309.48**	
Disbursements:		
Receiver's fees	118,689.88	
Payroll	98,770.89	*6*
Occupation rent	105,067.76	
Insurance	53,475.83	
Source deductions	61,242.66	
Legal fees	46,582.20	
Workers Compensation Board (WCB)	10,738.19	
Utilities	11,143.00	
GST paid on disbursements	8,401.05	
GST paid on receiver's fees	5,934.49	
Equipment leasing	3,933.48	
Repairs & maintenance	2,873.29	*7*
Fuel	1,994.17	
Waste disposal	750.09	
Filing fees	210.00	
Bank charges	180.00	
Security	142.00	
Office supplies	150.94	
Total Disbursements	**530,279.92**	
Cash on Hand - June 1, 2020	**1,307,029.56**	

Schedule C - Notes

Note

1 Amount relates to the sale of two assets to Proline Power Corp. ($310,000.00), as authorized by an order granted by the Court, and various assets sold outside of the Asset Sale Process ($198,125.60).

2 Amount relates to the cash in Copperline's various bank accounts that were closed, following the date of receivership, and transferred to the Receiver's trust account.

3 Amount relates to a refund of insurance premiums prepaid by Copperline prior to the date of receivership.

4 Amount relates to a refund of an RBC profit sharing plan ($4,524.64) and a utility refund ($16.04).

5 Amount relates to rental income received from property owned by Copperline's sister company 1496986 Alberta Ltd.

6 Amount relates to payroll for Copperline staff retained to assist the Receiver in repairing and cleaning rolling stock and grouping remaining assets into reasonable lot sizes in preparation for the Asset Sale Process.

7 Amount relates to the repairs conducted to Copperline's rolling stock located at the Head Office location.

Schedule "D"

EY

Copperline Excavating (E-65509522)
WIP Time Details

Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65509522	Brent Cheung	Receivership	8-Apr-20	ANSR	450	0.5	225.00	225.00	OLV and FLV analysis for units CTF74, CTF75 and PU80.
	E-65509522	Brent Cheung	Receivership	30-Apr-20	ANSR	450	1.0	450.00	450.00	Desktop analysis of assets excluded from Verus appraisal.
		Brent Cheung Total					1.5	675.00	675.00	
	E-65509522	Dan McCulloch	Receivership	20-Feb-20	ANSR	450	1.7	765.00	765.00	Emails to J Black; discussions with team re possession taking
	E-65509522	Dan McCulloch	Receivership	2-Mar-20	ANSR	450	1.6	720.00	720.00	Read and respond to emails; discussions with D Pintaric; emails to J Black
	E-65509522	Dan McCulloch	Receivership	3-Mar-20	ANSR	450	1.4	630.00	630.00	Read and respond to emails re assets; discussions with D Pintaric re WEPPA
	E-65509522	Dan McCulloch	Receivership	6-Mar-20	ANSR	450	1.3	585.00	585.00	Read and respond to emails from J Black; review and sign trust cheques; discussions with D Pintaric
	E-65509522	Dan McCulloch	Receivership	14-Apr-20	ANSR	450	4.3	1,935.00	1,935.00	Read and respond to numerous email; emails from auctioneers; calls with D Pintaric; review of secured claims; prepare asset list of rolling stock for RFP
	E-65509522	Dan McCulloch	Receivership	15-Apr-20	ANSR	450	4.6	2,070.00	2,070.00	Prepare asset listings for email to auction companies; email to auctioneers; read and respond to emails; calls with J Black re Calmont and numerous other matters; calls with D Archibold; calls with D Pintaric
	E-65509522	Dan McCulloch	Receivership	16-Apr-20	ANSR	450	3.2	1,440.00	1,440.00	Calls with J Black; calls with D Archibold re Calmont; calls with D Pintaric; read and respond to numerous emails from auctioneers; read and respond to emails; review, sign, scan and email wire transfer requests
	E-65509522	Dan McCulloch	Receivership	17-Apr-20	ANSR	450	2.1	945.00	945.00	Read and respond to emails; call with RBC; calls with D Pintaric re auctioneer visits; call with J Black
	E-65509522	Dan McCulloch	Receivership	21-Feb-20	ANSR	450	8.0	3,600.00	3,600.00	Travel to and from site; attend site to meet with management and take inventory of assets
	E-65509522	Dan McCulloch	Receivership	24-Feb-20	ANSR	450	5.2	2,340.00	2,340.00	Read and respond to numerous emails from multiple parties; conference calls re Accord;
	E-65509522	Dan McCulloch	Receivership	25-Feb-20	ANSR	450	4.1	1,845.00	1,845.00	Working on asset summaries; read and respond to numerous emails
	E-65509522	Dan McCulloch	Receivership	27-Feb-20	ANSR	450	2.1	945.00	945.00	Working on 245 notice; read and respond to numerous questions
	E-65509522	Dan McCulloch	Receivership	28-Feb-20	ANSR	450	1.4	630.00	630.00	Finalize 245 / 246 Notice; read and respond to emails
	E-65509522	Dan McCulloch	Receivership	9-Mar-20	ANSR	450	0.8	360.00	360.00	Read and respond to emails re security opinions; discussions with D Pintaric
	E-65509522	Dan McCulloch	Receivership	10-Mar-20	ANSR	450	3.3	1,485.00	1,485.00	Read and respond to numerous emails re potential asset sales, claims, prepare releases, request for proposals
	E-65509522	Dan McCulloch	Receivership	11-Mar-20	ANSR	450	2.8	1,260.00	1,260.00	Read and respond to emails re sales; discussions with D Pintaric; work on prospective parties for RFP
	E-65509522	Dan McCulloch	Receivership	12-Mar-20	ANSR	450	2.1	945.00	945.00	Read and respond to emails re banking, sales; discussions and direction to D Pintaric
	E-65509522	Dan McCulloch	Receivership	13-Mar-20	ANSR	450	2.6	1,170.00	1,170.00	Prepare for FMC; secretary duties during meeting; meeting with J Black; read and respond to numerous emails; call from J Black
	E-65509522	Dan McCulloch	Receivership	16-Mar-20	ANSR	450	1.7	765.00	765.00	Numerous emails re assets; discussions with D Pintaric
	E-65509522	Dan McCulloch	Receivership	17-Mar-20	ANSR	450	3.2	1,440.00	1,440.00	Read and reply to emails from J Black re asset sales, prospective purchasers, and secured creditors; numerous calls from D Pintarid; internet search for prospective purchasers to include in sales process
	E-65509522	Dan McCulloch	Receivership	18-Mar-20	ANSR	450	2.9	1,305.00	1,305.00	Read and respond to numerous emails re potential sale of a Ditch Witch, calls and emails with Brandt re unit; continue research for prospective buyers
	E-65509522	Dan McCulloch	Receivership	19-Mar-20	ANSR	450	1.6	720.00	720.00	Read and respond to emails; discussions with D Pintaric; emails with Brandt tractor
	E-65509522	Dan McCulloch	Receivership	23-Mar-20	ANSR	450	2.9	1,305.00	1,305.00	Emails to J Black re assets; email to D Archibold re RFP; emails and calls from Brandt / Meridian re offer; read and respond to numerous creditors; research prospective purchasers
	E-65509522	Dan McCulloch	Receivership	24-Mar-20	ANSR	450	2.1	945.00	945.00	Discuss prospective purchasers with E MacKinnon; calls from D Pintaric; email to D Archibold re RFP progress; add prospective purchasers;
	E-65509522	Dan McCulloch	Receivership	25-Mar-20	ANSR	450	1.1	495.00	495.00	Email and call with RBC; read and respond to emails from D. Pintaric
	E-65509522	Dan McCulloch	Receivership	26-Mar-20	ANSR	450	3.1	1,395.00	1,395.00	Read and respond to numerous emails from J Black re assets and prospective purchasers; read and respond to emails from D Pintaric re asset matters and secured claims; emails with D Archibold re secured claims; review security opinions; prepare release document to Calmont
	E-65509522	Dan McCulloch	Receivership	27-Mar-20	ANSR	450	0.2	90.00	90.00	Email to Calmont; discussion with D Pintaric re T4s
	E-65509522	Dan McCulloch	Receivership	30-Mar-20	ANSR	450	2.2	990.00	990.00	Read and respond to numerous emails from J Black and D Pintaric; call from J Black re break in
	E-65509522	Dan McCulloch	Receivership	31-Mar-20	ANSR	450	3.2	1,440.00	1,440.00	Read and respond to emails from D Archibold, D Pintaric, J Black; call with M McCulloch to discuss CTEC; attendance at site to review progress; emails to auctioneers re proposals

EY

Copperline Excavating (E-65509522)
WIP Time Details

Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65509522	Dan McCulloch	Receivership	1-Apr-20	ANSR	450	1.1	495.00	495.00	Read and respond to emails from J Black, Calmont and D Archibold
	E-65509522	Dan McCulloch	Receivership	2-Apr-20	ANSR	450	4.6	2,070.00	2,070.00	Calls J Black re assets and sales; call with RBC and Dentons; calls with D Archibold; numerous emails; review CTEC asset matters and equity, numerous calls regarding same; review and prepare equity analysis re Calmont leases
	E-65509522	Dan McCulloch	Receivership	3-Apr-20	ANSR	450	0.4	180.00	180.00	Read and respond to email from J Black; call with D Pintaric
	E-65509522	Dan McCulloch	Receivership	6-Apr-20	ANSR	450	1.2	540.00	540.00	Read and respond to emails; discussions with D Pintaric
	E-65509522	Dan McCulloch	Receivership	7-Apr-20	ANSR	450	1.5	675.00	675.00	Read and respond to emails re assets; emails from auctioneers; discussions with D Pintaric; emails to RBC re Calmont trucks; review and sign trust cheques and wire transfer
	E-65509522	Dan McCulloch	Receivership	8-Apr-20	ANSR	450	3.3	1,485.00	1,485.00	Numerous calls with J Black re assets; emails and calls with D Pintaric re staffing, payroll, assets, rent and expenses; read and respond to emails re Calmont and CTEC; emails to Calmont and CTEC to release most assets
	E-65509522	Dan McCulloch	Receivership	9-Apr-20	ANSR	450	2.6	1,170.00	1,170.00	Read and respond to numerous emails re assets; Calmont buy-outs, ADD Capital, calls with D Archibold and D Pintaric
	E-65509522	Dan McCulloch	Receivership	20-Apr-20	ANSR	450	4.0	1,800.00	1,800.00	Attendance at site; discussions with J Black and auctioneers; calls from D Pintaric; was onsite the full day but charged only 50% of time
	E-65509522	Dan McCulloch	Receivership	23-Apr-20	ANSR	450	1.3	585.00	585.00	Read and respond to emails; calls with D Pintaric
	E-65509522	Dan McCulloch	Receivership	24-Apr-20	ANSR	450	0.6	270.00	270.00	Read and respond to emails from auction companies
	E-65509522	Dan McCulloch	Receivership	27-Apr-20	ANSR	450	2.3	1,035.00	1,035.00	Review and approve cheques; review, sign, scan and email wire transfer requests; discussions re auctioneers with D Pintaric; read and respond to emails; prepare letter to Meridian OneCap re priority in order to discharge security
	E-65509522	Dan McCulloch	Receivership	28-Apr-20	ANSR	450	1.1	495.00	495.00	Calls from D Pintaric re assets, auctioneer matters, secured creditors and valuations for assets and progress of inventory by J Black
	E-65509522	Dan McCulloch	Receivership	30-Apr-20	ANSR	450	1.6	720.00	720.00	Emails to T Sorbara re legal fees; numerous calls from D Pintaric; read and respond to emails from Calmont re release letter
	E-65509522	Dan McCulloch	Receivership	1-May-20	ANSR	450	0.9	405.00	405.00	Read and respond to emails; calls with D Pintaric and J Black
		Dan McCulloch Total					103.3	46,485.00	46,485.00	
	E-65509522	Daniel Pintaric	Receivership	19-Feb-20	ANSR	300	1.0	300.00	300.00	Prepare all associated possession taking documentation
	E-65509522	Daniel Pintaric	Receivership	21-Feb-20	ANSR	300	8.0	2,400.00	2,400.00	Possession taking
	E-65509522	Daniel Pintaric	Receivership	24-Feb-20	ANSR	300	7.2	2,160.00	2,160.00	Asset matters; Notify landlord, insurance, utilities of Receivership; attend 2 conference calls dealing with Accord matters.
	E-65509522	Daniel Pintaric	Receivership	25-Feb-20	ANSR	300	6.8	2,040.00	2,040.00	Notify essential suppliers of Receivership and our desire to retain their services; Asset matters.
	E-65509522	Daniel Pintaric	Receivership	26-Feb-20	ANSR	300	5.4	1,620.00	1,620.00	Asset matters; A/R matters; WEPPA matters
	E-65509522	Daniel Pintaric	Receivership	27-Feb-20	ANSR	300	2.0	600.00	600.00	WEPPA matters; Asset matters
	E-65509522	Daniel Pintaric	Receivership	3-Mar-20	ANSR	300	1.9	570.00	570.00	WEPPA matters; Asset matters
	E-65509522	Daniel Pintaric	Receivership	5-Mar-20	ANSR	300	4.1	1,230.00	1,230.00	WEPPA matters; Prepare bi-weekly payroll
	E-65509522	Daniel Pintaric	Receivership	6-Mar-20	ANSR	300	7.2	2,160.00	2,160.00	WEPPA matters; A/R matters
	E-65509522	Daniel Pintaric	Receivership	9-Mar-20	ANSR	300	6.2	1,860.00	1,860.00	Send out A/R demand letters
	E-65509522	Daniel Pintaric	Receivership	10-Mar-20	ANSR	300	5.9	1,770.00	1,770.00	Matters related to WEPPA; Prepare assets sales invoices
	E-65509522	Daniel Pintaric	Receivership	16-Mar-20	ANSR	300	0.6	180.00	180.00	Matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	17-Mar-20	ANSR	300	0.4	120.00	120.00	Matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	18-Mar-20	ANSR	300	0.2	60.00	60.00	General matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	19-Mar-20	ANSR	300	2.6	780.00	780.00	Matters related to WEPPA and sale of assets; Prepare bi-weekly payroll
	E-65509522	Daniel Pintaric	Receivership	20-Mar-20	ANSR	300	0.5	150.00	150.00	Matters related to bi-weekly payroll
	E-65509522	Daniel Pintaric	Receivership	23-Mar-20	ANSR	300	0.8	240.00	240.00	Matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	25-Mar-20	ANSR	300	1.2	360.00	360.00	Matters related to sale of assets; Matters related to former employee and obtaining Copperline assets from them; Matters related to WEPP
	E-65509522	Daniel Pintaric	Receivership	26-Mar-20	ANSR	300	3.2	960.00	960.00	Matters related to WEPPA; Matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	30-Mar-20	ANSR	300	1.9	570.00	570.00	Matters related to sale of assets; Matters related to paying rent by wire transfer; Provide Meredith Gilmore with Proof of Claim form; Respond to call from Mike at ADD Capital; Matters related to break-in; Matters related to WEPPA

Copperline Excavating (E-65509522)
WIP Time Details

Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65509522	Daniel Pintaric	Receivership	31-Mar-20	ANSR	300	1.6	480.00	480.00	Prepare 2 invoices for sale of computer equipment; Matters related to termination of Wendy Fiddler; Prepare and send employment contract to Wayne Black; Matters related to RFP process
	E-65509522	Daniel Pintaric	Receivership	1-Apr-20	ANSR	300	1.6	480.00	480.00	Enter employee claims into Ascend; Update list of potential purchasers for RFP process
	E-65509522	Daniel Pintaric	Receivership	2-Apr-20	ANSR	300	2.9	870.00	870.00	Prepare payroll stubs, enter data into Ascend, prepare wire transfer documents for each employee, email pay stubs to employees
	E-65509522	Daniel Pintaric	Receivership	3-Apr-20	ANSR	300	0.2	60.00	60.00	Issue amended invoice regarding sale of assets to Lorna Sarich
	E-65509522	Daniel Pintaric	Receivership	7-Apr-20	ANSR	300	1.7	510.00	510.00	Provide Lorie Black with amended sales invoice for computer equipment sold to Lorna Sarich; Matters related to collection of outstanding A/R; Matters related to leased assets
	E-65509522	Daniel Pintaric	Receivership	8-Apr-20	ANSR	300	3.4	1,020.00	1,020.00	Matters related to WEPP; Matters related to sale of assets; Matters related to collection of A/R; Matters related to payroll
	E-65509522	Daniel Pintaric	Receivership	9-Apr-20	ANSR	300	3.9	1,170.00	1,170.00	Matters related to RFP process and sale of assets; Matters related to leased assets; Enter expense reimbursements from payroll into Ascend
	E-65509522	Daniel Pintaric	Receivership	14-Apr-20	ANSR	300	3.9	1,170.00	1,170.00	Matters related to collection of A/R; Matters related to sale of assets; Matters related to release of leased assets; Matter related to WEPP
	E-65509522	Daniel Pintaric	Receivership	15-Apr-20	ANSR	300	3.2	960.00	960.00	Matters related to sale of assets; Draft first court report
	E-65509522	Daniel Pintaric	Receivership	16-Apr-20	ANSR	300	5.9	1,770.00	1,770.00	Matters related to sale of assets; Matters related to April 16th payroll; Banking matters; Draft first court report
	E-65509522	Daniel Pintaric	Receivership	17-Apr-20	ANSR	300	4.9	1,470.00	1,470.00	Matters related to sale of assets; Draft first court report
	E-65509522	Daniel Pintaric	Receivership	20-Apr-20	ANSR	300	5.2	1,560.00	1,560.00	Matters related to collection of A/R; Sent-out final A/R demand letters; Matters related to release of assets; Draft first court report.
	E-65509522	Daniel Pintaric	Receivership	21-Apr-20	ANSR	300	4.0	1,200.00	1,200.00	Attend Spruce Grove site to oversee auction companies viewing assets
	E-65509522	Daniel Pintaric	Receivership	22-Apr-20	ANSR	300	1.1	330.00	330.00	Draft first court report
	E-65509522	Daniel Pintaric	Receivership	23-Apr-20	ANSR	300	7.1	2,130.00	2,130.00	Matters related to closing existing WCB account and opening new account under Receiver; Matters related to closing/moving utility accounts related to rental property; Respond to Alberta Maintenance Enforcement regarding former Copperline employee; Arrange Trust Exam with CRA; Draft first court report
	E-65509522	Daniel Pintaric	Receivership	24-Apr-20	ANSR	300	3.9	1,170.00	1,170.00	Matters related to CRA authorization; Matters related to switching-over utilities for rental property; Draft first court report
	E-65509522	Daniel Pintaric	Receivership	27-Apr-20	ANSR	300	2.1	630.00	630.00	Matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	28-Apr-20	ANSR	300	5.1	1,530.00	1,530.00	Matters related to sale of assets; Matters related to rental property utilities
	E-65509522	Daniel Pintaric	Receivership	29-Apr-20	ANSR	300	0.4	120.00	120.00	Matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	30-Apr-20	ANSR	300	3.9	1,170.00	1,170.00	Matters related to bi-weekly payroll; Matters related to sale of assets; Matters related to collection of A/R
	E-65509522	Daniel Pintaric	Receivership	1-May-20	ANSR	300	1.2	360.00	360.00	Matters related to sale of assets
		Daniel Pintaric Total					134.3	40,290.00	40,290.00	
	E-65509522	Evan MacKinnon	Receivership	20-Mar-20	ANSR	300	2.5	750.00	750.00	Draft RFP
	E-65509522	Evan MacKinnon	Receivership	23-Mar-20	ANSR	300	2.0	600.00	600.00	Compiled list of interest parties for RFP process.
	E-65509522	Evan MacKinnon	Receivership	2-Apr-20	ANSR	300	1.1	330.00	330.00	Search of Equipment Rental Companies in Western Canada and United States. Follow up discussions with D McCulloch.
	E-65509522	Evan MacKinnon	Receivership	3-Apr-20	ANSR	300	1.2	360.00	360.00	Search of Equipment Rental Companies in Western Canada and United States. Follow up discussions with D McCulloch.
	E-65509522	Evan MacKinnon	Receivership	14-Apr-20	ANSR	300	0.2	60.00	60.00	Follow up with D McCulloch re: status of sales process. Call from Richie Bros requesting update.
		Evan MacKinnon Total					7.0	2,100.00	2,100.00	
	E-65509522	Mark Shtay	Receivership	26-Feb-20	ANSR	225	3.0	675.00	675.00	Reconcile asset list to Verus appraisal.
	E-65509522	Mark Shtay	Receivership	27-Feb-20	ANSR	225	1.3	292.50	292.50	Continue work on Reconciling asset list.
	E-65509522	Mark Shtay	Receivership	2-Mar-20	ANSR	225	0.3	67.50	67.50	Mailout Prep.
	E-65509522	Mark Shtay	Receivership	6-Mar-20	ANSR	225	0.4	90.00	90.00	Print and send payroll cheques.
	E-65509522	Mark Shtay	Receivership	11-Mar-20	ANSR	225	0.2	45.00	45.00	Deposit RBC cheque.
	E-65509522	Mark Shtay	Receivership	24-Mar-20	ANSR	225	0.2	45.00	45.00	Email to Jamie re: rental property insurance.
	E-65509522	Mark Shtay	Receivership	25-Mar-20	ANSR	225	0.4	90.00	90.00	Bank Rec x 4.
	E-65509522	Mark Shtay	Receivership	30-Mar-20	ANSR	225	0.3	67.50	67.50	Call Mike - Ad Capital Leased assets.
	E-65509522	Mark Shtay	Receivership	7-Apr-20	ANSR	225	0.2	45.00	45.00	Deposit Town of Hinton Cheque.

Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65509522	Mark Shtay	Receivership	8-Apr-20	ANSR	225	0.3	67.50	67.50	Admit Bearcom POC x 2.
	E-65509522	Mark Shtay	Receivership	17-Apr-20	ANSR	225	0.5	112.50	112.50	Send Wires for Payroll. Cheque to receiver general.
	E-65509522	Mark Shtay	Receivership	20-Apr-20	ANSR	225	0.4	90.00	90.00	Post Wires in Ascend. Deposit Sharek and Co. Cheque.
	E-65509522	Mark Shtay	Receivership	21-Apr-20	ANSR	225	0.3	67.50	67.50	Update WEPP Tracker w/ Payments x 3.
	E-65509522	Mark Shtay	Receivership	22-Apr-20	ANSR	225	0.4	90.00	90.00	Deposit Empower and Intact Cheque.
	E-65509522	Mark Shtay	Receivership	24-Apr-20	ANSR	225	0.3	67.50	67.50	Call w/ DP on RP0002 accounts.
	E-65509522	Mark Shtay	Receivership	30-Apr-20	ANSR	225	0.4	90.00	90.00	Deposit ATI Cheque. Fax wire to RBC.
	E-65509522	Mark Shtay	Receivership	1-May-20	ANSR	225	0.4	90.00	90.00	Deposit CIBC cheques x 2.
	E-65509522	Mark Shtay	Receivership	21-Feb-20	ANSR	225	8.0	1,800.00	1,800.00	Site Visit - Inventory
	E-65509522	Mark Shtay	Receivership	26-Feb-20	ANSR	225	3.0	675.00	675.00	Reconcile asset list to Verus appraisal.
	E-65509522	Mark Shtay	Receivership	27-Feb-20	ANSR	225	1.3	292.50	292.50	Continue work on Reconciling asset list.
	E-65509522	Mark Shtay	Receivership	2-Mar-20	ANSR	225	0.7	157.50	157.50	Deposit 3rd party cheques x2. Mailout Prep.
	E-65509522	Mark Shtay	Receivership	6-Mar-20	ANSR	225	0.4	90.00	90.00	Print and send payroll cheques.
	E-65509522	Mark Shtay	Receivership	20-Mar-20	ANSR	225	0.5	112.50	112.50	Deposit Mainstreet Law and rent cheques.
		Mark Shtay Total					23.2	5,220.00	5,220.00	
	E-65509522	Matt McCulloch	Receivership	18-Feb-20	ANSR	595	0.3	178.50	178.50	emails re court (sale of assets), email re pst rcvr
	E-65509522	Matt McCulloch	Receivership	18-Feb-20	ANSR	595	0.6	357.00	357.00	review & reply to numerous emails
	E-65509522	Matt McCulloch	Receivership	13-Mar-20	ANSR	595	1.3	773.50	773.50	Bank reploy
	E-65509522	Matt McCulloch	Receivership	26-Mar-20	ANSR	595	0.1	59.50	59.50	Review, approval & signing of February 2020 bank reconciliation
	E-65509522	Matt McCulloch	Receivership	26-Mar-20	ANSR	595	0.1	59.50	59.50	Review, approval & signing of February 2020 bank reconciliation
	E-65509522	Matt McCulloch	Receivership	26-Mar-20	ANSR	595	0.1	59.50	59.50	Review, approval & signing of February 2020 bank reconciliation
	E-65509522	Matt McCulloch	Receivership	26-Mar-20	ANSR	595	0.1	59.50	59.50	Review, approval & signing of February 2020 bank reconciliation
	E-65509522	Matt McCulloch	Receivership	20-Feb-20	ANSR	595	0.5	297.50	297.50	call w/ Dean re Application tomorrow
	E-65509522	Matt McCulloch	Receivership	20-Feb-20	ANSR	595	0.5	297.50	297.50	call w/ Hitesman re court
	E-65509522	Matt McCulloch	Receivership	21-Feb-20	ANSR	595	0.2	119.00	119.00	call w/ DMc re accord & 3 Co's, email re same
	E-65509522	Matt McCulloch	Receivership	21-Feb-20	ANSR	595	1.3	773.50	773.50	Court
	E-65509522	Matt McCulloch	Receivership	24-Feb-20	ANSR	595	4.2	2,499.00	2,499.00	email review, sort, reply (as required) and file; call with D Hitesman re numerous matters; Review draft email re Fortis A/R and related lien matters - rely as required; attend call with Accord, RBC et al; attend call with Mainstreet Law, J Black and Counsel to discuss current matters, A/R etc; review additional Ledcor and Fortis AR related documents and correspondence
	E-65509522	Matt McCulloch	Receivership	25-Feb-20	ANSR	595	0.3	178.50	178.50	work with EY team on numerous matters - provide guidance and instructions re same
	E-65509522	Matt McCulloch	Receivership	27-Feb-20	ANSR	595	1.8	1,071.00	1,071.00	email review, respond file and sort as required; Calmont lease review and respond to emails; call with counsel re lien issues, AR settlements and other file related matters; call with Christie (Mainstreet law) re asset sale (Pre RCVR)
	E-65509522	Matt McCulloch	Receivership	4-Mar-20	ANSR	595	0.2	119.00	119.00	review of A/R letter to B Bate
	E-65509522	Matt McCulloch	Receivership	16-Mar-20	ANSR	595	0.2	119.00	119.00	listen to numerous voicemail messages, return calls
	E-65509522	Matt McCulloch	Receivership	19-Mar-20	ANSR	595	0.2	119.00	119.00	Copperline email and voicemail work
	E-65509522	Matt McCulloch	Receivership	26-Mar-20	ANSR	595	0.2	119.00	119.00	Telephone call with David A re Accord storage agreement
	E-65509522	Matt McCulloch	Receivership	27-Mar-20	ANSR	595	0.1	59.50	59.50	review accord draft agreement, email to David A re same
	E-65509522	Matt McCulloch	Receivership	31-Mar-20	ANSR	595	2.6	1,547.00	1,547.00	Prepare for, travel to and from, and meeting on site with Jamie, Lori and Dan re status of RFP and review break in issues.
	E-65509522	Matt McCulloch	Receivership	2-Apr-20	ANSR	595	2.3	1,368.50	1,368.50	email review; email review re CTEC - respond to team and counsel re same; call with RBC and counsel re RFP/Auction proposals and other file related matters; continued email review, respond to counsel re Fortis settlement and other related matters
	E-65509522	Matt McCulloch	Receivership	16-Apr-20	ANSR	595	0.3	178.50	178.50	Call with D Pintaric re draft report matters call with D McCulloch re Auction matters and safeguarding rental property
	E-65509522	Matt McCulloch	Receivership	17-Apr-20	ANSR	595	0.2	119.00	119.00	Calls with Dan M re misc file related matters such as Calmont and attendance on site for viewings

EY

Copperline Excavating (E-65509522)
WIP Time Details

Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65509522	Matt McCulloch	Receivership	22-Apr-20	ANSR	595	0.2	119.00	119.00	Review Accord agreement and return comments by email to counsel
	E-65509522	Matt McCulloch	Receivership	24-Apr-20	ANSR	595	0.5	297.50	297.50	email review, meet with Counsel to sign discharge notices for Fortis A/R.
		Matt McCulloch Total					**18.4**	**10,948.00**	**10,948.00**	
	E-65509522	Trina Sorbara	Receivership	18-Feb-20	ANSR	185	0.5	92.50	92.50	update website; call w/ creditor
	E-65509522	Trina Sorbara	Receivership	19-Feb-20	ANSR	185	1.2	222.00	222.00	WIP analysis; open trust accounts; update website
	E-65509522	Trina Sorbara	Receivership	20-Feb-20	ANSR	185	1.5	277.50	277.50	emails re invoices and payments; update website; calls w/ creditors
	E-65509522	Trina Sorbara	Receivership	21-Feb-20	ANSR	185	0.5	92.50	92.50	update website
	E-65509522	Trina Sorbara	Receivership	24-Feb-20	ANSR	185	0.2	37.00	37.00	efile court order and report of trustee
	E-65509522	Trina Sorbara	Receivership	25-Feb-20	ANSR	185	0.1	18.50	18.50	open trust account for 149
	E-65509522	Trina Sorbara	Receivership	28-Feb-20	ANSR	185	0.2	37.00	37.00	emails w/ ATB re bank drafts
	E-65509522	Trina Sorbara	Receivership	24-Feb-20	ANSR	185	1.5	277.50	277.50	mail redirect; set up Ascend; calls w/ creditors; update website
	E-65509522	Trina Sorbara	Receivership	26-Feb-20	ANSR	185	3.0	555.00	555.00	request URL; draft 245/246 Notice; review emails; email RBC re cash in bank; calls and emails w/ creditors
	E-65509522	Trina Sorbara	Receivership	27-Feb-20	ANSR	185	0.5	92.50	92.50	review emails
	E-65509522	Trina Sorbara	Receivership	28-Feb-20	ANSR	185	1.0	185.00	185.00	update 245/246 Notice; fax to OSB; update website
	E-65509522	Trina Sorbara	Receivership	2-Mar-20	ANSR	185	3.0	555.00	555.00	prepare mailout and affidavit; fax amended 245/246 to OSB; update website
	E-65509522	Trina Sorbara	Receivership	3-Mar-20	ANSR	185	1.0	185.00	185.00	calls w/ creditors; call OSB re certificates
	E-65509522	Trina Sorbara	Receivership	4-Mar-20	ANSR	185	1.0	185.00	185.00	call w/ OSB re certificates; calls w/ creditors; call EPCOR
	E-65509522	Trina Sorbara	Receivership	6-Mar-20	ANSR	185	0.5	92.50	92.50	prepare cheques; call w/ potential purchaser
	E-65509522	Trina Sorbara	Receivership	9-Mar-20	ANSR	185	0.2	37.00	37.00	prepare cheque
	E-65509522	Trina Sorbara	Receivership	11-Mar-20	ANSR	185	1.0	185.00	185.00	calls/emails w/ creditors; prepare cheques; review mail
	E-65509522	Trina Sorbara	Receivership	12-Mar-20	ANSR	185	1.0	185.00	185.00	review mail; emails w/ vendors; prepare cheques
	E-65509522	Trina Sorbara	Receivership	17-Mar-20	ANSR	185	0.2	37.00	37.00	email RBC re pre-receiver account activity
	E-65509522	Trina Sorbara	Receivership	19-Mar-20	ANSR	185	0.2	37.00	37.00	prepare cheque
	E-65509522	Trina Sorbara	Receivership	20-Mar-20	ANSR	185	1.0	185.00	185.00	call w/ creditor; admit claim; review mail
	E-65509522	Trina Sorbara	Receivership	23-Mar-20	ANSR	185	1.0	185.00	185.00	review emails and print invoices; calls re Notice of website
	E-65509522	Trina Sorbara	Receivership	24-Mar-20	ANSR	185	1.0	185.00	185.00	call w/ creditor; prepare cheques; prepare fax to Town of Elk Point
	E-65509522	Trina Sorbara	Receivership	26-Mar-20	ANSR	185	0.5	92.50	92.50	review mail
	E-65509522	Trina Sorbara	Receivership	27-Mar-20	ANSR	185	1.5	277.50	277.50	review emails and file John Deere claims
	E-65509522	Trina Sorbara	Receivership	30-Mar-20	ANSR	185	1.0	185.00	185.00	prepare wire transfer; email Notice to creditors
	E-65509522	Trina Sorbara	Receivership	31-Mar-20	ANSR	185	0.5	92.50	92.50	email POC to D. Archibold; review emails
	E-65509522	Trina Sorbara	Receivership	2-Apr-20	ANSR	185	1.0	185.00	185.00	email VanHoutte re property claim; prepare cheques; submit wire transfers
	E-65509522	Trina Sorbara	Receivership	8-Apr-20	ANSR	185	1.0	185.00	185.00	review mail and emails, print invoices
	E-65509522	Trina Sorbara	Receivership	9-Apr-20	ANSR	185	2.0	370.00	370.00	review invoices w/ DP; prepare cheques; prepare wire transfer; email PitneyBowes; transfer funds to 149
	E-65509522	Trina Sorbara	Receivership	14-Apr-20	ANSR	185	0.2	37.00	37.00	scan/email WEPP letters
	E-65509522	Trina Sorbara	Receivership	15-Apr-20	ANSR	185	2.0	370.00	370.00	review mail; review emails and print invoices; emails w/ Lorie Black re photos; emails w/ vendor
	E-65509522	Trina Sorbara	Receivership	16-Apr-20	ANSR	185	2.0	370.00	370.00	calls/emails w/ DMC re 149 funds and insurance; prepare cheques; emails w/ RBC re funds transfer
	E-65509522	Trina Sorbara	Receivership	21-Apr-20	ANSR	185	0.8	148.00	148.00	call w/ creditor; enter wire receipts
	E-65509522	Trina Sorbara	Receivership	22-Apr-20	ANSR	185	0.5	92.50	92.50	review mail
	E-65509522	Trina Sorbara	Receivership	23-Apr-20	ANSR	185	0.2	37.00	37.00	prepare cheque
	E-65509522	Trina Sorbara	Receivership	30-Apr-20	ANSR	185	0.5	92.50	92.50	review mail
	E-65509522	Trina Sorbara	Receivership	1-May-20	ANSR	185	1.0	185.00	185.00	prepare cheques
		Trina Sorbara Total					**36.0**	**6,660.00**	**6,660.00**	
		Grand Total					**323.7**	**112,378.00**	**112,378.00**	

EY

Copperline Excavating (E-65509522)
WIP Expense Details

Report #: GFIS 3003E
Printed: 2020-06-03
12:12 PM

Marked	Engagement Code	Account	Activity Name	Date	Amount	Description	Long Text
	E-65509522	Cossette Media Inc	Bankuptcy	2-Apr-20	525.26	Advertising	
		Cossette Media Inc Total			525.26		
	E-65509522	Government of Alberta	Receivership	31-Mar-20	7.00	Outside Research - Generic	
		Government of Alberta Total			7.00		
	E-65509522	Postage & Shipping Costs	Receivership	12-Mar-20	447.00	Postage & Shipping Costs	Copperline Excavating Ltd
	E-65509522	Postage & Shipping Costs	Receivership	12-Mar-20	193.70	Postage & Shipping Costs	Copperline Excavating Ltd
	E-65509522	Postage & Shipping Costs	Receivership	6-Apr-20	1,925.00	Postage & Shipping Costs	Copperline
	E-65509522	Postage & Shipping Costs	Receivership	6-Apr-20	331.87	Postage & Shipping Costs	Copperline
	E-65509522	Postage & Shipping Costs	Receivership	6-Apr-20	1,925.00	Postage & Shipping Costs	Copperline
	E-65509522	Postage & Shipping Costs	Receivership	6-Apr-20	331.87	Postage & Shipping Costs	Copperline
	E-65509522	Postage & Shipping Costs	Receivership	6-Apr-20	5.50	Postage & Shipping Costs	Copperline
	E-65509522	Postage & Shipping Costs	Receivership	4-May-20	0.89	Postage & Shipping Costs	Copperline
	E-65509522	Postage & Shipping Costs	Receivership	4-May-20	28.97	Postage & Shipping Costs	Copperline
		Postage & Shipping Costs Total			5,189.80		
	E-65509522	Recharges - Creative Dsgn Svcs	Receivership	6-Mar-20	54.78	Recharges - Creative Dsgn Svcs	Copperline Excavating For
		Recharges - Creative Dsgn Svcs Total			54.78		
	E-65509522	Trina Sorbara	Receivership	24-Feb-20	175.88	Other Taxes Country Specific	Canada Post - Mail Redirection - Copperline
		Trina Sorbara Total			175.88		
		Grand Total			**5,952.72**		

v2.0

Copperline (E-65509522)
WIP Time & Expense Details as at June 1, 2020

Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65509522	Dan McCulloch	General	12-May-20	ANSR	450	5.3	2,385.00	2,385.00	Numerous calls with D Pintaric re auction proposals; calls with J Black; revisions to auction summary and analysis of sales to Pay out secured creditors; call with RBC and counsels to discuss proposals and next steps
	E-65509522	Dan McCulloch	General	13-May-20	ANSR	450	2.1	945.00	945.00	Read and respond to emails with D Pintaric; review and approve wire requests; read and respond to emails re auction proposals
	E-65509522	Dan McCulloch	General	14-May-20	ANSR	450	0.3	135.00	135.00	Calls with D Pintaric; review and sign wire transfers
	E-65509522	Dan McCulloch	General	15-May-20	ANSR	450	0.5	225.00	225.00	Read and respond to emails re auction proposals; discussion with D Pintaric
	E-65509522	Dan McCulloch	General	21-May-20	ANSR	450	0.3	135.00	135.00	Review and sign affidavit for fees
	E-65509522	Dan McCulloch	Receivership	4-May-20	ANSR	450	0.7	315.00	315.00	Call with M McCulloch re status of auction proposals; review and sign wire transfer; emails with D Pintaric
	E-65509522	Dan McCulloch	Receivership	5-May-20	ANSR	450	0.3	135.00	135.00	Call with D Pintaric re outstanding receivable
	E-65509522	Dan McCulloch	Receivership	8-May-20	ANSR	450	1.1	495.00	495.00	Calls from D Pintaric re auction and meeting with L Black; email to RBC re status
	E-65509522	Dan McCulloch	Receivership	19-May-20	ANSR	450	5.2	2,340.00	2,340.00	Review of amended auction proposals; numerous calls with D Pintaric; calls with J and L Black; calls with D Archibold; email to RBC and D Hitesman; read and respond to emails; review and approve cheques; review and sign wire transfers
	E-65509522	Dan McCulloch	Receivership	20-May-20	ANSR	450	2.6	1,170.00	1,170.00	Call with RBC and D Hitesman; numerous calls with D Pintaric re proposals; calls with L Bruce re successful bid; calls with D Archibold
	E-65509522	Dan McCulloch	Receivership	21-May-20	ANSR	450	4.9	2,205.00	2,205.00	Numerous calls with D Pintaric; call with J Black; calls with D Archibold; review of secured claims; begin preparing allocation analysis
	E-65509522	Dan McCulloch	Receivership	22-May-20	ANSR	450	0.3	135.00	135.00	Email to B Lyle to request their breakdown of values for the assets
	E-65509522	Dan McCulloch	Receivership	25-May-20	ANSR	450	1.9	855.00	855.00	Call with D Archibold re sale agreement; numerous calls with D Pintaric; working on allocations
	E-65509522	Dan McCulloch	Receivership	26-May-20	ANSR	450	4.2	1,890.00	1,890.00	Call with M McCulloch and D Archibold re sale agreement; working on allocation and other schedules; numerous calls with D Pintaric re allocation summary
	E-65509522	Dan McCulloch	Receivership	27-May-20	ANSR	450	1.8	810.00	810.00	Read and respond to emails; calls with D Pintaric; call with M McCulloch
	E-65509522	Dan McCulloch	Receivership	29-May-20	ANSR	450	0.5	225.00	225.00	Call with D Pintaric; call with J Black re CTEC
		Dan McCulloch Total					32.0	14,400.00	14,400.00	
	E-65509522	Daniel Pintaric	Receivership	4-May-20	ANSR	300	0.2	60.00	60.00	Matters related to payment of rent for May 2020
	E-65509522	Daniel Pintaric	Receivership	5-May-20	ANSR	300	1.3	390.00	390.00	Matters related to collection of A/R
	E-65509522	Daniel Pintaric	Receivership	7-May-20	ANSR	300	0.8	240.00	240.00	Matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	8-May-20	ANSR	300	3.2	960.00	960.00	Pick-up USB drive and proceeds from asset sales from head office; Drop-off sales proceeds for deposit; Matters related to asset sales
	E-65509522	Daniel Pintaric	Receivership	11-May-20	ANSR	300	6.1	1,830.00	1,830.00	Matters related to sale of assets and review of auction proposals; Matters related to termination of certain employees
	E-65509522	Daniel Pintaric	Receivership	12-May-20	ANSR	300	7.1	2,130.00	2,130.00	Matters related to sale of assets and review of auction proposals; Matters related to termination of certain employees; Matters related to insurance claim prior to receivership
	E-65509522	Daniel Pintaric	Receivership	13-May-20	ANSR	300	0.9	270.00	270.00	Matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	14-May-20	ANSR	300	2.1	630.00	630.00	Matters related to bi-weekly payroll; Matters related to payment of insurance policy; Matters related to sale of assets
	E-65509522	Daniel Pintaric	Receivership	19-May-20	ANSR	300	3.2	960.00	960.00	Matters related to sale of assets; Draft Receiver's first court report
	E-65509522	Daniel Pintaric	Receivership	20-May-20	ANSR	300	5.8	1,740.00	1,740.00	Matters related to sale of assets; Matters related to ROE's for employees; Matters related to collection of A/R; Draft first court report
	E-65509522	Daniel Pintaric	Receivership	21-May-20	ANSR	300	4.9	1,470.00	1,470.00	Matters related to sale of assets; Matters related to collection of A/R; Matters related to opening RP0002 and RT0002 accounts with the CRA; Draft first court report
	E-65509522	Daniel Pintaric	Receivership	25-May-20	ANSR	300	6.9	2,070.00	2,070.00	Matters related to drafting first court report.
	E-65509522	Daniel Pintaric	Receivership	26-May-20	ANSR	300	6.6	1,980.00	1,980.00	Matters related to drafting first court report.
	E-65509522	Daniel Pintaric	Receivership	27-May-20	ANSR	300	5.9	1,770.00	1,770.00	Matters related to drafting first court report.
	E-65509522	Daniel Pintaric	Receivership	28-May-20	ANSR	300	4.5	1,350.00	1,350.00	Draft confidential supplement to first report; Complete bi-weekly payroll; HR matter related to Meredith Gilmore
	E-65509522	Daniel Pintaric	Receivership	29-May-20	ANSR	300	1.7	510.00	510.00	Draft confidential supplement to first report; HR matter related to Meredith Gilmore

Copperline (E-65509522)

WIP Time & Expense Details as at June 1, 2020

Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
		Daniel Pintaric Total					61.2	18,360.00	18,360.00	
	E-65509522	Mark Shtay	General	4-May-20	ANSR	225	0.3	67.50	67.50	Wire Payment to Landlord.
	E-65509522	Mark Shtay	General	5-May-20	ANSR	225	0.1	22.50	22.50	Record Wire in Ascend.
	E-65509522	Mark Shtay	General	6-May-20	ANSR	225	0.4	90.00	90.00	Bank Rec x2
	E-65509522	Mark Shtay	General	8-May-20	ANSR	225	0.8	180.00	180.00	Deposits - Jason Gruffland Cash, Lorna Sarrich, Herb Specht, Intact.
	E-65509522	Mark Shtay	General	11-May-20	ANSR	225	0.3	67.50	67.50	Bank Rec
	E-65509522	Mark Shtay	General	12-May-20	ANSR	225	0.5	112.50	112.50	J/E's to move funds to correct accounts.
	E-65509522	Mark Shtay	General	13-May-20	ANSR	225	0.5	112.50	112.50	Bank rec x2
	E-65509522	Mark Shtay	General	14-May-20	ANSR	225	0.5	112.50	112.50	Pay Intact. Fax Wires to RBC.
	E-65509522	Mark Shtay	General	19-May-20	ANSR	225	0.4	90.00	90.00	Update WEPP tracking Sheet
	E-65509522	Mark Shtay	General	20-May-20	ANSR	225	3.0	675.00	675.00	Deposit A/R cheques x 3 and cash x1. Drive to CHI pickup cash and cheques. Drive to RBC. Deposit Fulvic cheque.
	E-65509522	Mark Shtay	General	22-May-20	ANSR	225	0.8	180.00	180.00	Bank Rec x4
	E-65509522	Mark Shtay	General	26-May-20	ANSR	225	0.3	67.50	67.50	Respond to Dan re: GST owing.
	E-65509522	Mark Shtay	General	27-May-20	ANSR	225	0.3	67.50	67.50	June Rent Wire.
	E-65509522	Mark Shtay	General	28-May-20	ANSR	225	0.2	45.00	45.00	Deposit Sharek and Co. Cheques.
	E-65509522	Mark Shtay	General	29-May-20	ANSR	225	0.8	180.00	180.00	Send Payroll Wire Faxes x 2. Issue Receiver General Cheques. J/E - Move funds to GST.
		Mark Shtay Total					9.2	2,070.00	2,070.00	
	E-65509522	Matt McCulloch	General	13-May-20	ANSR	595	0.4	238.00	238.00	Review, approval & signing of March 2020 bank reconciliation
	E-65509522	Matt McCulloch	Receivership	20-May-20	ANSR	595	0.8	476.00	476.00	Discuss sale issues re assets and Joiner with D Mc, instructions re same; email review; other misc file work; ***ADDED** extra .2 from Friday May 15: review and sign revised land titles docs with counsel
	E-65509522	Matt McCulloch	Receivership	26-May-20	ANSR	595	0.8	476.00	476.00	Review draft purchase agreement re assets; f/u call with counsel and EY team re same
		Matt McCulloch Total					2.0	1,190.00	1,190.00	
	E-65509522	Trina Sorbara	Receivership	4-May-20	ANSR	185	0.3	55.50	55.50	WIP analysis
	E-65509522	Trina Sorbara	Receivership	5-May-20	ANSR	185	0.2	37.00	37.00	prepare cheques
	E-65509522	Trina Sorbara	Receivership	8-May-20	ANSR	185	0.2	37.00	37.00	call/email w/ creditor
	E-65509522	Trina Sorbara	Receivership	14-May-20	ANSR	185	0.3	55.50	55.50	emails w/ vendor; print invoice
	E-65509522	Trina Sorbara	Receivership	19-May-20	ANSR	185	2.5	462.50	462.50	review emails and print invoices; prepare wire transfer; prepare cheques; call w/ EPCOR, discussions w/ DP re insurance
	E-65509522	Trina Sorbara	Receivership	20-May-20	ANSR	185	0.3	55.50	55.50	emails re PitneyBowes property claim
	E-65509522	Trina Sorbara	Receivership	21-May-20	ANSR	185	0.4	74.00	74.00	emails w/ RBC re credit card accounts
	E-65509522	Trina Sorbara	Receivership	26-May-20	ANSR	185	0.5	92.50	92.50	prepare cheque; review mail
	E-65509522	Trina Sorbara	Receivership	27-May-20	ANSR	185	0.5	92.50	92.50	emails re 149 insurance
	E-65509522	Trina Sorbara	Receivership	28-May-20	ANSR	185	1.0	185.00	185.00	calls/emails w/ DP re Intact Insurance for 149
		Trina Sorbara Total					6.2	1,147.00	1,147.00	
		Less: Fee adjustment						884.42	884.42	
		Total Time					**110.6**	**36,282.58**	**36,282.58**	

Marked	Engagement Code	Account	Activity Name	Date					Amount	Description
	E-65509522	Postage & Shipping Costs	Copperline Excavating Formal Insolvency	4-May-20					0.89	Postage & Shipping Costs
	E-65509522	Postage & Shipping Costs	Copperline Excavating Formal Insolvency	4-May-20					28.97	Postage & Shipping Costs
		Total Expenses							**29.86**	
		WIP Grand Total							**36,312.44**	

Schedule "E"

Sharek&Co.
Barristers & Solicitors

2100 Scotia Place
10060 Jasper Avenue
Edmonton, Alberta T5J 3R8

phone 780 413 3100
fax 780 413 3152
www.yeglaw.ca

April 28, 2020

File #: **15350**
Invoice #: **33493**

Ernst & Young Inc.
1400, 10423 - 101 Street NW
Epcor Tower
Edmonton, AB T5H 0E7

Attn: **Dan McCulloch and Daniel Pintaric**

Re: Copperline Excavating Ltd.

TO ALL PROFESSIONAL SERVICES RENDERED including but not limited to the following:

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Feb-18-20	Emails from counsel for RBC and counsel for leasors; Email from counsel for subsequent secured creditor; Email to counsel for RBC and leasors re: Receivers' position as to carve outs; Numerous emails from various counsel; Telephone call with M. McCulloch re: form of order, carve outs, etc.; Voicemail to counsel for RBC re: sale outside of ordinary course limits;	2.00	800.00	DA
Feb-19-20	Telephone call with D. Hitesman re: proposed order; Telephone call with M. McCulloch re: update; Receipt and review of affidavit from B. Maruyama;	1.20	480.00	DA
Feb-20-20	Emails from D. Gilbourn; Email to M. McCulloch; Telephone call with D. Gilbourn; Emails from D. Hitesman; Receipt and review of supplemental brief of argument;	0.70	280.00	DA
Feb-21-20	Emails to/from counsel; Attend at Court of Queen's Bench, Commercial Chambers for Receivership Application, granted; Further instruct student at law; Emails from counsel for Accord; Email from cousnel for Comercial Truck; Email to M. McCulloch re: same;	2.00	800.00	DA
Feb-24-20	Email from cleint re: additional material for conference call; Review of same; Email from client re: non-sale of collateral; Follow up with counsel; Response; Telephone conference call with GSA creditors; Telephone conference call with debtor and debtor's counsel; Email re: additional leases to review;	2.10	840.00	DA
	Research into error in registration; Review of case law including Case Power Equip. and Stevenson cases; Draft summary on seriously misleading test and it's application;	4.30	860.00	CLV^
Feb-25-20	Email from D. Pintaric re: additional leases; Response; Instruct articling student re: initial review and timing; Email from counsel for debtor re: lien discharge application	2.80	1,120.00	DA

---

	request from Pidherney's Inc. Review of letter; Email from J. Black re: same; Email to M. McCulloch re: same; Telephone call with M. McCulloch re: same; Voicemail to T. Perozni re: same; Email to T. Perozni; Email from T. Perozni re: Ledcor settlement; Email from C. Devlin re: same; Emails to/from client re: rental property and possible land holdings of debtor; Begin drafting opinion letter on leases of Commercial Truck Equipment Centre; Begin drafting letter to counsel for Pidherney's Inc. re: lien application;			
Feb-26-20	Email from T. Perozni re: scheduling call on Pidherny matter; Long telephone call with T. Perozni re: same; Email from T. Perozni re: same; Review of builders' liens; Instruct re: limitations; Email from T. Perozni re: constitution of lien amounts etc.; Email to M. McCulloch; Email from counsel for Ledcor; Review of draft order and draft release; Email to M. McCulloch re: same; Email from L. Wong re: arranging attendance for appraisal; Email to client re: same; Email to L. Wong re: same;	1.90	760.00	DA
	Research appropriate test for a true lease; impact of option to purchase, and deficiency liability; Read and provide opinion on four creditors' leases; Draft memo for the same;	8.50	1,700.00	CLV^
Feb-27-20	Telephone call from M. McCulloch re: outstanding items; Telephone call to T. Perozni; Email to T. Perozni; Response (x2); Revisions to consent order and release;	1.00	400.00	DA
Feb-28-20	Telephone call with M. McCulloch; Email from T. Perozni; Email to/from counsel for Ledcor; Further emails to/from counsel for ledcor re: funding settlement and trust conditions; Drafting of opinion letter to CTEC leases; Consultation re: same;	2.10	840.00	DA
	Review and compare revisions for 'Commercial Truck' leases;	0.70	140.00	CLV^
Feb-29-20	Review of case law on true lease vs. financing lease including Royal Bank of Canada v. Cow Harbour Construction Ltd and Connacher Oil And Gas Ltd (Re); Review of case law on errors in PPR registrations including Case Power & Equipment v. MST Trucking Co. and memoranda; Review relvant statutory authority; Continue drafting opinion letter on CTEC leases; Review of PPR registrations and corporate searches as required; Drafting of opinion letter on The Driving Force Inc. leases;	2.80	1,120.00	DA
Mar-02-20	Email from counsel for Ledcor; Email to M. McCulloch re: remaining documents as to settlement; Telephone call with B. Marayama re: storage, indemnity, employment of management, his client's position generally, etc.; Telephone call with M. McCulloch; Receipt of settlement funds; Finalzie opinion letter;	1.60	640.00	DA
	Review Master Lease for Jim Pattison Leases and research open-end lease precedence. Apply true lease test and revise memo of the same.	1.90	380.00	CLV^

Mar-03-20	Email from M. McCulloch re: executed release documents; Email re: orginals for counsel; Response; Letter to counsel re: same; Email from T. Perozni re: draft Fortis letter; Review of same; Email to client re: same; Revisions to draft letter re: Pidherney's lien bonds or settlement; Continue drafting letter re: opinion on Driving Force leases;	1.60	640.00	DA
Mar-04-20	Email from M. McCulloch re: position on T. Perozni letter re: Fortis; Email to T. Perozni;	0.10	40.00	DA
Mar-05-20	Email from J. Black;Telephone call with T. Perozni; Telephone call to M. McCulloch re: matters generally; Email from D. Goodfellow; Email to client; Email from D. Goodfellow; Email to client; Email to Trina re: deposit information; Email from T. Perozni re: fortis; Email from J. Black re: same; Email from T. Perozni re: same;	1.20	480.00	DA
Mar-06-20	Telephone call from D. McCulloch re: lien matters with Pidherney's; Letter to counsel; Letter re: LTS settlement; Email from counsel re: Ledcor matter; Response; Receipt of numerous further leases for review; Instruct;	1.70	680.00	DA
Mar-07-20	Review of CWB Leasing proof of claim; Begin drafting opinion; Consider issues with ascessions; Review of 2019 ABQB 780 as to same;	1.30	520.00	DA
Mar-09-20	Receipt of proof of claim of ACC;	0.10	40.00	DA
Mar-10-20	Telephone call from B. Maryama re: possible hidden assets; Telephone call with client re: same; Email from T. Perozni; Email from client re: rent to Accord;	0.80	320.00	DA
Mar-11-20	Receipt and review of proof of claim (Lafarge);	1.00	400.00	DA
Mar-12-20	Email from CTEC counsel re: release of their collateral; Email to client re: same; Email to counsel for Accord re: rent allocation;	0.50	200.00	DA
Mar-13-20	Emails to/from client re: CTEC collateral; Email to counsel re: same; Telephone call with B. Marayama re: occupation rent allocation;	0.40	160.00	DA
Mar-16-20	Review of Lafarge proof of claim; Letter to client;	0.20	80.00	DA
	Continued review of secured proof of claim;	0.70	280.00	DA
	Review ADD, and Brandt/John Deer Leases; Categorize each lease;	6.80	1,360.00	CLV^
Mar-17-20	Continued review of leases; Telephone call from D. Hitesman; Email to client; Letter from cousnel for Pidherney's re: settlement of lien; Instruct; Review of proceedure manual; Preparation of discharge; Email to client; email to counsel for Pidherney's;	1.30	520.00	DA
Mar-18-20	Email from D. Hitesman; Telephone call with M. McCulloch; Telephone call with D. Hitesman;	0.50	200.00	DA
Mar-20-20	Email from cleint re: Tirecraft proof of claim; Response; Attend to execution of release of builders' lien; Receipt of Proof of Claim (tirecraft); Email to D. McCulloch re: issues on initial review; Email from D. McCulloch; Response;	0.60	240.00	DA

Mar-23-20	Email from counsel re: account particulars; Response; Email from counsel re: settlement agreement; Review of same; Email to client re; same; Email from counsel for CTEC re: status; Response;	1.20	480.00	DA
	Email from D. McCulloch re: additional proofs of claim for review; Email to M. McCulloch re: RBC request; Email to D. McCulloch re: status of RFP; Email from counsel for Truck Centre; Response;	0.50	200.00	DA
Mar-24-20	Review of Meridian OneCap Proof of claim and lease and advise DA on opinion on several items;	0.50	325.00	IDL
	Review of 3 more Meridian OneCap lease-options and registrations, and advise on various proof of claim issues;	0.80	520.00	IDL
	Review of proofs of claim received; Email to D. McCulloch re: same; Consultation with I. Logan re: true lease issue;	1.20	480.00	DA
Mar-25-20	Reviewing proofs of claim; Email to client re: assessments; Email from D. Pintaric re: CWB Leasing email; Response; Email to CWB leasing; Review of CWB Leasing proof of claim;	2.20	880.00	DA
	Email from T. Perozni;	0.10	40.00	DA
Mar-26-20	Review of Calmont lease and Cow Harbour case factors to opine on nature of lease;	0.40	260.00	IDL
	Review Pattison Lease Option F350 SD 4x4 and opine on classification;	0.40	260.00	IDL
	Review of lease agreements and opine as to same; Review of search; Consultation with I. Logan re: invalid registration of ADD capital; Email from B. Maruyama re: occupation agreement; Telephone call from B. Maruyama re: occupancy rent; Telephone call with M. McCulloch re: occupancy agreement;	2.70	1,080.00	DA
Mar-27-20	Email from D. McCulloch re: leases; Response; Telephone call with T. Perozni re: settlement with Fortis; Revisions to draft letter agreement re: occupation rent; Telephone call with M. McCulloch re: same;	0.70	280.00	DA
Mar-30-20	Review of release; Emails from debtor and debtor's counsel; Telephone conference call with client; Further telephone call with client; Voicemail to fortis counsel; Email to fortis counsel; Email to debtor's counsel re: settlement terms; Response; Email to counsel for Accord re: letter agreement and payment for Jamie; Receipt and begin review of proposal;	2.30	920.00	DA
Mar-31-20	Email from ADD capital re: priority agreement with RBC; Email to client re: same; Telephone call with counsel for FortisAlberta re: settlement and release agreement; Email to/from T. Sorbara re: blank proof of claim for Add Capital;	1.20	480.00	DA
Apr-01-20	Email to client re: hearing of vesting applications in COVID crisis; Response;	0.10	40.00	DA
Apr-02-20	Drafting of revisions to FortisAlberta settlement agreement; Email to/from client re: same; Email from D. Goodfellow; Response; Review of order; Redraft to contemplate receivership; Telephone conference call with counsel for RBC and RBC representatives; Email to counsel for Fortis	4.30	1,720.00	DA

	re: revised settlement agreement; Email from client re: discussions with RBC; Telephone conference call with client representatives re: various matters;			
Apr-03-20	Emails to/from client re: various matters;	0.30	120.00	DA
Apr-06-20	Telephone call with B. Maruyama re: occupation rent; Further telephone call with B. Maruyama re: same;	0.60	240.00	DA
Apr-07-20	Email to/from T. Perozni; Email to/from counsel for FortisAlberta; Telephone call with T. Perozni; Email from client re: CTEC leases; Email from cleint re: CWB position;	1.10	440.00	DA
Apr-08-20	Emails re: positon vis-a-vis CWB lease; Email from client re: value of payout; Emails to/from client re: same; Emails to/from client re: payout of relevant calmont leases to sell collateral;	0.70	280.00	DA
Apr-09-20	Review of postponement document and consult with DA as to issues of priority as to deficiently registered lease;	0.30	195.00	IDL
	Email to/from D. Pintaric re: Calmont leases; Review of Calmont leases and provide information to D. Pintaric; Telephone call to/from B. Bate re: terms of settlement of FortisAlberta matter; Revisions to settlement agreement; Email from T. Perozni re: FortisAlberta settlement; Emails to/from cousnel for CTEC re: application; Responses as required; Telephone call with D. McCulloch re: status of RFP;	3.80	1,520.00	DA
Apr-14-20	Email re: CTEC leases from counsel for RBC; Email re: builders' lien status; Email from client re: Fortis status and CWB; Response; Email re: ADD capital claim;	0.80	320.00	DA
Apr-15-20	Telephone call with D. McCulloch re: advancing FortisAlberta matter; Email to counsel for Fortis; Response; Telephone call with counsel for management; Email to counsel for management; Receipt of titles; Review of trust conditions as to Pidherney's liens; Letter to client re: release of funds; Letter to counsel for Pidherney's Inc.; Email from counsel for Calmont Leasing; Review of material provided; Review of PPR searches; Email to client; Response;	1.90	760.00	DA
	Email from cousnel for Calmont re: arranging pick up on site; Email to client re: same;	0.20	80.00	DA
Apr-16-20	Telephone call with D. McCulloch re: status generally, FortisAlberta settlement; Email to B. Bate; Response; Telephone call from T. Perozni re: status of Fortis matter; Email to T. Perozni re: same;	0.80	320.00	DA
Apr-17-20	Email from client re: Calmont leasing; Email from counsel for RBC re: Calmont leasing;	0.20	80.00	DA
Apr-20-20	Assemble completed agreement re: Fortis; Email to counsel for Fortis; Email from counsel for Pidherney's Inc.; Email from D. Pinteric re: ADD capital; Response; Email from D. Pintaric re: release on ADD capital;	0.70	280.00	DA
	Email from D. Pintaric re: demand with Southpointe Estates Inc.;	2.00	800.00	DA
Apr-21-20	Review of material from counsel for land owner; Email to client re: information request to Jamie; Email from Jamie; Email from D. McCulloch re: sale and MeridianOneCap	1.60	640.00	DA

	discharge issue; Response; Email to Meridian OneCap; Review of letter agreement from B. Maruyama; Response; Email to M. McCulloch re: same;			
Apr-22-20	Email from M. McCulloch; Response; Email to B. Maruyama re: storage letter agreement; Email from D. McCulloch re: response from Meridian OneCap; Response; Review of release conditions on FortisAlberta settlement; Instruct re: searches; Review of titles subject to liens; Receipt of funds from FortisAlberta;	2.10	840.00	DA
Apr-23-20	Review of builders' lien discharges and titles;	1.00	400.00	DA
	Email from B. Maruyama; Email to client re: address; Responose; Email to B. Maruyama;	0.60	240.00	DA
Apr-24-20	Meeting with M. McCulloch; Attend to registration of lien discharges;	0.30	120.00	DA
Apr-27-20	Emails from D. Pintaric; Review of amounts of settlements; Responses; Follow up re: information from Jamie; Response;	0.80	320.00	DA
	Total Fees	92.80		$33,280.00

FEE SUMMARY:

Lawyer	Rate	Hours	Amount
Ian D. Logan	$650.00	2.40	$1,560.00
David Archibold	$400.00	68.20	$27,280.00
Cody Van de Veen^	$200.00	22.20	$4,440.00

OTHER CHARGES:

Reprographics	467.00	
File processing fee	25.00	
Search Fee	62.00	
Total Other Charges		$554.00

DISBURSEMENTS:

Courthouse - Searches	31.00	
Document Agent Fee	36.00	
Personal Property Registry - Searches	6.00	
LTO - Searches	290.00	
Delivery / Messengers	24.00	
Online Research	47.81	
LTO - Registration*	20.00	
TD Wire Fee (File 15350)	17.50	
Miscellaneous - Bank of Canada Search	8.00	
Wire Transfer Fee (File 15350)	17.50	
Total Disbursements		$497.81

Total GST	GST #862198504	$1,715.59
TOTAL CURRENT ACCOUNT		**$36,047.40**
ACCOUNT BALANCE DUE & PAYABLE		**$36,047.40**

Sharek Logan & van Leenen LLP
Per: **David Archibold**

* tax-exempt
^ - denotes Student-at-Law time
** - denotes Paralegal / Legal Assistant time
Interest charged at 18% per annum on accounts overdue past 30 days

Sharek&Co.
Barristers & Solicitors

2100 Scotia Place
10060 Jasper Avenue
Edmonton, Alberta T5J 3R8

phone 780 413 3100
fax 780 413 3152
www.yeglaw.ca

April 28, 2020

File #: **15350**

Ernst & Young Inc.

Re: Copperline Excavating Ltd.

* *

PLEASE RETURN THIS REMITTANCE FORM WITH YOUR PAYMENT

* *

ACCOUNT SUMMARY

Current Account:	
Fees:	$33,280.00
Other Charges:	$554.00
Disbursements:	$497.81
GST:	$1,715.59
Total Current Account:	$36,047.40
Outstanding Balance Forward:	$0.00
Less Payment from Trust / Retainers Applied:	$0.00
Account Balance Due & Payable:	**$36,047.40**

I authorize Sharek&Co. to charge the amount of $____________ to my VISA ___ M/C ___

CREDIT CARD #: ____

EXPIRY DATE: ________________ 3-digit security code #: ______________

NAME: ____

SIGNATURE: ____

DATE: ____

Sharek&Co.
Barristers & Solicitors

2100 Scotia Place
10060 Jasper Avenue
Edmonton, Alberta T5J 3R8

phone 780 413 3100
fax 780 413 3152
www.yeglaw.ca

May 29, 2020

File #: **15350**
Invoice #: **33654**

Ernst & Young Inc.
1400, 10423 - 101 Street NW
Epcor Tower
Edmonton, AB T5H 0E7

Attn: **Dan McCulloch and Daniel Pintaric**

Re: Copperline Excavating Ltd.

TO ALL PROFESSIONAL SERVICES RENDERED including but not limited to the following:

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Apr-28-20	Follow up email to client re: information from Jamie;	0.10	40.00	DA
Apr-29-20	Telephone call with LTO examiner re: form of affidavit on builders' lien discharges in Receivership;	0.30	120.00	DA
Apr-30-20	Email from D. Goodfellow re: letter to get order filed; Response; Letter to ABQB coordinator; Email from B. Maruyama re: Accord lease; Email to M. McCulloch;	0.20	80.00	DA
May-01-20	Email from ABQB masters; Email to client; Voicemail from counsel for Pidherney's; Telephone call with counsel; Email to/from client re: form of correspondence; Instruct re: builders' lien discharges for FortisAlberta matter;	0.90	360.00	DA
May-06-20	Email to client re: FortisAlberta liens; Follow up with client re: other receivables outstanding;	0.30	120.00	DA
May-07-20	Email from counsel for Accord re: insurance; Review of status of lien matters; Email to client re: information from Jamie re: Pidherney's lien; Email from L. Black re: same; Email from T. Perozni re: timing;	0.70	280.00	DA
May-08-20	Follow up with client re: Accord storage charges; Email from D. Pintaric re: same;	0.10	40.00	DA
May-11-20	Telephone call with M. McCulloch re: status of Jamie information; Email from D. McCulloch re: auction proposals; Telephone conference call with secured creditor re: auction proposals;	1.00	400.00	DA
May-15-20	Meeting with M. McCulloch re: settlement documents for FortisAlberta;	0.50	200.00	DA
May-16-20	Email from T. Perozni re: materials for Copperline v. Pidherney's builders' lien claim action;	0.50	200.00	DA
May-19-20	Email from D. Pintaric re: wire information; Response to B. Marayama re: same;	0.20	80.00	DA

May-20-20	Telephone call with D. McCulloch re: bringing application to accept purchase and sale offer; Email from D. Hitesman re: same; Consider remaining issues; Instruct re: organization of Fortis materials; Telephone call with D. Pintaric re: AR collections; Email from D. Pintaric re: same; Response; Email from Jamie Black re: remaining material; Review of search of Hazelwood Estates Inc. for continued existance; Drafting of Statement of Claim - builders' lien as to Pidherney's Inc. remaining lien;	3.00	1,200.00	DA
May-21-20	Telephone call with D. Hitesman re: scheduling matters; Telephone call with D. McCulloch re: agreements with prospective purchaser; Email from D. Pintaric re: Lamont Electrical; Email from D. Pintaric re: Hazelwood Esates; Email from L. Black re: same; Email to J. Black re: Lamont Electircal; Drafting of Statement of Claim for Lamont Electrical debt; Review of draft asset purchase and sale agreement; Revisions to same;	5.20	2,080.00	DA
May-22-20	Review of proposed redraft of APS and annotate corrections and comments;	0.80	520.00	IDL
	Email from L. Black re: materials; Instruct re: remaining searches for FortisAlberta settlement; Preparation of correspondence to counsel for FortisAlberta; Continue drafting Statement of Claim re: Pidherney's lien;	1.60	640.00	DA
May-25-20	Drafting of Statement of Claim re: Hazelwood A/R; Email to client re: agreement for asset purchase; Preparation of application for accepting proposal; Response from D. McCulloch re: asset purchase agreement; Response;	0.90	360.00	DA
May-26-20	Email from M. McCulloch; Telephone call with D. McCulloch, M. McCulloch, D. Pintaric re: asset purchase agreement; Revision to asset purchase agreement; Begin drafting brief of argument for sale and vesting (etc.) application;	3.30	1,320.00	DA
May-27-20	Email from client re: Lafarge enquiry; Email from P. Greep re: timing; Response; Receipt and review of court searches; Send letter to FortisAlberta re: release of funds; Attend to service of Lamont Electrical Services statement of claim; Instruct CVL re: calculations for Pidherney's lien claim; Continue drafting statement of claim re: Pidherney's; Telephone call from D. Pintaric re: court report; Email to D. Pintaric re: court report and FortisAlberta settlement;	2.30	920.00	DA
May-28-20	Email from B. Bate re: trust condition compliance; Letter to client re: release of funds; Email from L. Wong re: missing material from CTEC trucks; Email from D. McCulloch re: same; Email to L. Black re: status of contract with Hazelwood; Response; Drafting of Statement of Claim re: Pidherney's lien claims;	1.20	480.00	DA
	Review Accounting on Copperline Invoices; Create Excel Sheet	6.20	1,240.00	CLV^
May-29-20	Drafting of Statement of Claim re: Pidherney's Inc. Correlation of invoices as requried; Review of spreadsheet from counsel for management and CVL; Email from client re: Asset Purchase Agreement; Response re: same;	1.50	600.00	DA

Consultation with DA; Revisions to draft Statement of Claim (Pidherney's Inc.);	0.30	60.00	CLV^
Total Fees	31.10		$11,340.00

OTHER CHARGES:

Reprographics	76.00	
Search Fee	48.00	
Total Other Charges		$124.00

DISBURSEMENTS:

Corporate Registry - Searches	7.00	
Postage	0.89	
Document Agent Fee	84.00	
Personal Property Registry - Searches	9.00	
Courthouse - Fax Searches/Filing	4.00	
LTO - Searches	200.00	
LTO - CCT	110.00	
Delivery / Messengers	11.50	
Courthouse - Filing Fee**	250.00	
LTO - Registration*	110.00	
Total Disbursements		$786.39

Total GST	GST #862198504	$594.52
TOTAL CURRENT ACCOUNT		**$12,844.91**
ACCOUNT BALANCE DUE & PAYABLE		**$12,844.91**

Sharek Logan & van Leenen LLP
Per: **David Archibold**

* tax-exempt
^ - denotes Student-at-Law time
** - denotes Paralegal / Legal Assistant time
Interest charged at 18% per annum on accounts overdue past 30 days

Sharek&Co.
Barristers & Solicitors

2100 Scotia Place
10060 Jasper Avenue
Edmonton, Alberta T5J 3R8

phone 780 413 3100
fax 780 413 3152
www.yeglaw.ca

May 29, 2020

File #: **15350**

Ernst & Young Inc.

Re: Copperline Excavating Ltd.

* *

PLEASE RETURN THIS REMITTANCE FORM WITH YOUR PAYMENT

* *

ACCOUNT SUMMARY

Current Account:	
Fees:	$11,340.00
Other Charges:	$124.00
Disbursements:	$786.39
GST:	$594.52
Total Current Account:	$12,844.91
Outstanding Balance Forward:	$0.00
Less Payment from Trust / Retainers Applied:	$0.00
Account Balance Due & Payable:	**$12,844.91**

I authorize Sharek&Co. to charge the amount of $____________ to my VISA ___ M/C ___

CREDIT CARD #: ____

EXPIRY DATE: _______________ 3-digit security code #: ______________

NAME: ____

SIGNATURE: ____

DATE: ____

Schedule "F"

Schedule F
Copperline Excavating Ltd. - in Receivership
Ernst & Young Inc., Receiver
Receiver's Proposed Interim Distribution
As At June 1, 2020

	Totals	RBC	Brandt	CWB	Jim Pattison	John Deere	Meridian	NOTES
Realizations to Date:								
Cash	65,038.32	65,038.32						
Accounts receivable	1,163,379.80	1,163,379.80						
Sale of assets	1,828,125.60	992,639.56	218,165.19	32,243.14	65,463.35	500,073.06	19,541.30	1
Insurance refund	25,976.16	25,976.16						
Rental income	1,119.80	1,119.80						2
Miscellaneous refunds & interest	4,552.13	4,552.13						
Balances for Allocation Purposes	3,088,191.81	2,252,705.77	218,165.19	32,243.14	65,463.35	500,073.06	19,541.30	
Proposed Allocation %	100.000%	72.946%	7.064%	1.044%	2.120%	16.193%	0.633%	3
Proposed Allocated Costs (paid to date)	515,944.38	376,359.68	36,448.87	5,386.86	10,936.97	83,547.23	3,264.77	3
Less:								
Receiver's unbilled WIP	36,312.44	26,488.39	2,565.29	379.13	769.75	5,880.10	229.78	
Proposed Net Distribution	2,535,934.99	1,849,857.70	179,151.03	26,477.15	53,756.63	410,645.73	16,046.76	
Less:								
Hold back (Contingency)	250,000.00	250,000.00						4
Proposed Interim Distribution	**2,285,934.99**	**1,599,857.70**	**179,151.03**	**26,477.15**	**53,756.63**	**410,645.73**	**16,046.76**	

Schedule F - Notes

NOTE

1 Sale of Assets:
This amount includes the sale of assets to Proline Power Corp. ($310,000.00), the sale of various assets outside of the Asset Sale Process ($198,125.60), and the Purchase Offer submitted by Infinty to purchase the remaining Copperline assets as part of the Asset Sale Process ($1,320,000.00).

2 Rental Income:
This amount relates to rental income received from the Rental Property owned by 149 AB.

3 The Proposed Allocation % is based on each creditor's respective recovery.

4 Hold Back (Contingency):
This amount is to cover any contingency that may arise (if any), the unbilled time and costs of preparing this report and the associated schedules, and for future costs of the Receiver and its counsel in relation to completing the administration of this proceeding.

Schedule "G"

Schedule G
Copperline Excavating Ltd. - in Receivership
Receiver's Proposed Balances for Allocation Purposes to Secured Lessors

SECURED LESSOR	ASSET				SALE PRICE *(Note 1)*	INFINITY FLV *(Note 2)*	% OF TOTAL INFINITY FLV *(Note 3)*	ADJUSTED INFINITY FLV *(Note 4)*	PROVEN PROPERTY CLAIMS	PROPOSED BALANCES FOR ALLOCATION PURPOSES *(Note 5)*	
	YEAR	MAKE	MODEL	VIN							
Brandt	2017	Ditch Witch /Dir Drill	JT10	DWPJT10XCH0000304		80,000.00	5.9216%	78,165.19	110,341.53	218,165.19	*(Note 8)*
	2017	Ditch Witch /Dir Drill	JT20	DWPJT20XEH0001277	140,000.00	0.00	0.0000%	0.00	161,740.96		
CWB	2017	Brandt	USD814	2BYDP2CB7JR000845		6,500.00	0.4811%	6,350.92	110,328.14	32,243.14	
	2017	DW SK755 w/ Bucket	Ditch Witch	DWPSK755VH0001172		20,000.00	1.4804%	19,541.30			
		DW Vibrator Plow SK5VP	Ditch Witch	DWPSK5VPH0001172		3,500.00	0.2591%	3,419.73			
		DW Trencher SK5 w/48" boom	Ditch Witch	DWPSK5TRPJ0001604		3,000.00	0.2221%	2,931.19			
Jim Pattison	2019	Ford	F350 Crew Cab	1FT8W3B64KEE30172		40,000.00	2.9608%	39,082.60	50,580.83	65,463.35	
	2016	Ford	F350 Crew Cab	1FT8W3B61KED77981		27,000.00	1.9985%	26,380.75	49,496.25		
John Deere	2017	John Deere Excavator	85G	1FF085GXLHJ019201		55,000.00	4.0711%	53,738.57	28,639.26	500,073.06	*(Note 9)*
	2017	John Deere Excavator	26G	1FF026GXCHK262822		27,500.00	2.0356%	26,869.28	70,876.79		
	2017	John Deere Excavator	26G	1FF026GXLHK262878		30,000.00	2.2206%	29,311.95			
	2014	John Deere Backhoe	310K	1T0310SKAEE262415		35,000.00	2.5907%	34,197.27	43,238.58		
	2014	John Deere Backhoe	310K	1T0310SKJEE262717		35,000.00	2.5907%	34,197.27	44,175.79		
	2014	John Deere Backhoe	310SK	1T0310SKKEE262702		35,000.00	2.5907%	34,197.27	43,238.58		
	2014	John Deere Backhoe	310SK	1T0310SKHEE262787		35,000.00	2.5907%	34,197.27	43,238.58		
	2014	Ditch Witch /Dir Drill	JT30	CMWJT30XHE0000117		100,000.00	7.4020%	97,706.49	155,468.28		
	2017	Ditch Witch /Dir Drill	JT10	DWPJT10XHH0000250		80,000.00	5.9216%	78,165.19	80,892.11		
	2018	John Deere /Skid Steer	331G	1T0331GKCJE325473		45,000.00	3.3309%	43,967.92	63,396.59		
	2018	John Deere /Backhoe	310SL	1T0310SLJJD328661		60,000.00	4.4412%	58,623.89	131,452.09		
Meridian	2017	Brandt	UBT822	2BYUT2EB7HR000301		7,500.00	0.5552%	7,327.99	17,408.15	19,541.30	
	2017	Brandt	UPR1124D	2BYUP2GB9JR000405		12,500.00	0.9253%	12,213.31	19,634.01		

Total Infinity FLV	Infinity Purchase Offer
1,350,985.00	1,320,000.00
(Note 6)	*(Note 7)*

Schedule G - Notes

NOTE

1 This amount is the proceeds received from the sale of the asset prior to the Asset Sale Process.

2 Theses amounts were provided to the Receiver by Infinity and represent Infinity's internal valuation of each of Copperline's assets which were used to quantify Infinity's Purchase Offer.

3 These amounts represent a percentage for each asset as a percentage of the total internal valuation assigned to the assets by Infinity.

4 The Adjusted Infinity FLV was calculated by applying the % of Total Infinity FLV to the Infinity Purchase Offer *(Note 7)*.

5 These figures are either the accepted proven claim amount (where the claim amount accepted by the Receiver was less than the Adjusted Infinity FLV), or the Adjusted Infinity FLV and Sale Price, where the accepted claim amount exceeded the Adjusted Infinity FLV and Sale Price.

6 This amount is the total of Infinity's internal valuation of Copperline's assets which were used to quantify Infinity's Purchase Offer, and is higher than Infinity's Purchase Offer.

7 This amount represents Infinity's Purchase Offer, and is lower than Infinity's total internal valuation of Copperline's assets.

8 This amount is the sum of $140,000.00 and $78,165.19.

9 This amount is the sum of $28,639.26, $26,869.28, $29,311.95, $34,197.27, $34,197.27, $34,197.27, $34,197.27, $97,706.49, $78,165.19, $43,967.92, and $58,623.89.