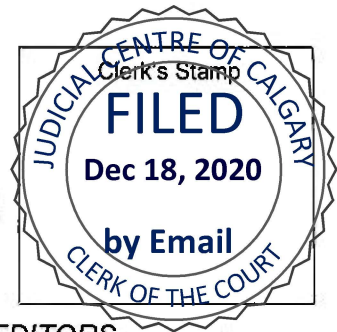


COURT FILE NUMBER 1201-06934
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY



IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

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

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

DOCUMENT **ORDER (Distribution and Discharge)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT: McCarthy Tétrault LLP
4000, 421 – 7th Avenue SW
Calgary, Alberta T2P 4K9
Attention: Sean Collins / Walker W. MacLeod / Pantelis Kyriakakis
Tel: 403-260-3531 / 3710 / 3536
Fax: 403-260-3501
Email: scollins@mccarthy.ca / wmacleod@mccarthy.ca / pkyriakakis@mccarthy.ca

DATE ON WHICH ORDER WAS PRONOUNCED: December 15, 2020
LOCATION OF HEARING: Calgary, Alberta
NAME OF JUDGE WHO MADE THIS ORDER: Justice A.D. Macleod

UPON the application (the "**Application**") of Ernst & Young Inc., in its capacity as the court-appointed receiver and manager (the "**Receiver**") of the current and future undertakings, property, and assets (collectively, the "**Property**") of 1330075 Alberta Ltd. (the "**Debtor**") pursuant to the receivership order issued by the Honourable Justice G.C. Hawco on September 30, 2013, (the "**Receivership Order**"), in the within proceedings (the "**Receivership Proceedings**"); **AND UPON** having read the Application and the Twelfth Report of the Receiver, dated December 8, 2020 (the "**Twelfth Receiver's Report**"); all filed; **AND UPON** having read the Affidavit of Service of Katie Doran, to be sworn and filed (the "**Service Affidavit**"); **AND UPON** hearing counsel for the Receiver and counsel for any other persons present;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. The time for service of the Application and Twelfth Receiver's Report is abridged, the Application is properly returnable today, service of the Application and the Twelfth Receiver's Report on the service list, in the manner described in the Service Affidavit, is good and sufficient, and no other persons, other than those listed on the service list (the "**Service List**") attached as an exhibit to the Service Affidavit, are entitled to service of the Application or the Twelfth Receiver's Report.

APPROVAL OF ACCOUNTS & ACTIVITIES

2. The Receiver's accounts for fees and disbursements, as set out in the Twelfth Receiver's Report are hereby approved without the necessity of a formal passing of its accounts.

3. The accounts of the Receiver's legal counsel, McCarthy Tétrault LLP, for its fees and disbursements, as set out in the Twelfth Receiver's Report are hereby approved without the necessity of a formal assessment of its accounts.

4. The Receiver's activities as set out in the Twelfth Receiver's Report and in all of its other reports filed herein, and the Statement of Receipts and Disbursements as attached to the Twelfth Receiver's Report, are hereby ratified and approved.

DISTRIBUTION

5. The Receiver is hereby authorized and directed to make the following distributions:

- (a) the total estimated funds of \$186,423 to the first position secured creditor on Lot 2 is a combination of 49 undivided interest mortgages (the "**UDI Mortgages**"), as set out in Appendix C to the Twelfth Receiver's Report;
- (b) the total estimated funds of \$114,455 to Foundation Mortgage Corporation 1 ("**FM1**"), as set in Appendix C to the Twelfth Receiver's Report; and,
- (c) the remaining funds and units to the unsecured creditors of the Debtor, as set out in Appendix D to the Twelfth Receiver's Report.

DISCHARGE OF RECEIVER

6. On the evidence before the Court, the Receiver has satisfied its obligations under and pursuant to the terms of the Orders granted in the within proceedings up to and including the date hereof, and the Receiver shall not be liable for any act or omission on its part including, without limitation, any act or omission pertaining to the discharge of its duties in the within proceedings, save and except for any liability arising out of any fraud, gross negligence or willful misconduct on the part of the Receiver, or with leave of the Court. Subject to the foregoing any claims against the Receiver in connection with the performance of its duties are hereby stayed, extinguished and forever barred.

7. No actions or other proceedings shall be commenced against the Receiver which in any way arise from or relate to its capacity or conduct as Receiver, except with prior leave of this Court on Notice to the Receiver, and upon such terms as this Court may direct.

8. Upon the Receiver filing with the Clerk of the Court a certificate, substantially in the form attached as Schedule "A" hereto, confirming that all distributions have been completed, the Receiver shall be discharged as Receiver of the Debtor, provided however, that notwithstanding its discharge herein:

- (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and
- (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections, and stays of proceedings in favour of the Receiver in its capacity as Receiver.

MISCELLANEOUS MATTERS

9. This Order must be served only upon those interested parties attending or represented at the within application and service may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following the transmission or delivery of such documents.

10. Service of this Order on any party not attending this application is hereby dispensed with.

A handwritten signature in black ink, consisting of a stylized 'J' followed by a horizontal line and a vertical stroke, positioned above a horizontal line.

J.C.C.Q.B.A.

SCHEDULE "A" TO THE ORDER (DISTRIBUTION AND DISCHARGE)

Clerk's Stamp

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COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

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

DOCUMENT RECEIVER'S DISCHARGE CERTIFICATE

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT: McCarthy Tétrault LLP
4000, 421 – 7th Avenue SW
Calgary, Alberta T2P 4K9
Attention: Sean Collins / Walker W. MacLeod / Pantelis
Kyriakakis
Tel: 403-260-3531 / 3710 / 3536
Fax: 403-260-3501
Email: scollins@mccarthy.ca / wmacleod@mccarthy.ca /
pkyriakakis@mccarthy.ca

RECEIVER'S DISCHARGE CERTIFICATE

1. All capitalized terms used in this Receiver's Discharge Certificate and not otherwise defined shall have the meaning ascribed to them in the Order issued by The Honourable Justice A.D. Macleod of the Court of Queen's Bench of Alberta, in the within proceedings, granted on December 15, 2020 (the "**Discharge Order**").
2. Pursuant to the Discharge Order, the Court provided for the discharge of the Receiver, upon the filing of this certificate, by the Receiver, confirming that all remaining and residual funds have been distributed.

THE RECEIVER HEREBY CONFIRMS AND CERTIFIES THE FOLLOWING:

1. All remaining and residual funds have been distributed.

DATED THIS ____ DAY OF _____, 2020.

ERNST & YOUNG INC., in its capacity as the court appointed receiver and manager of the assets, properties, and undertaking of **1330075 ALBERTA LTD.** and not in its personal or corporate capacity

Per: _____
Name:
Title: