

COURT FILE NUMBER 1801-17912

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

PLAINTIFF ATB FINANCIAL (FORMERLY ALBERTA TREASURY BRANCHES)

DEFENDANTS HUGHSON TRUCKING INC., LEROY CHRISTIAN HUGHSON, DARREN JAMES HUGHSON, and JUSTIN LEE HUGHSON

DOCUMENT ORDER

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT McCARTHY TÉTRAULT LLP
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DATE ON WHICH ORDER WAS PRONOUNCED: April 17, 2019

LOCATION OF HEARING OR TRIAL: Calgary, Alberta

NAME OF MASTER/JUDGE WHO MADE THIS ORDER: Justice G.A. Campbell

UPON the application (the "**Application**") of Ernst & Young Inc. (the "**Receiver**"), in its capacity as the court-appointed receiver and manager of Hughson Trucking Inc. (the "**Debtor**") pursuant to the Consent Receivership Order issued by this Honourable Court (the "**Receivership Order**") on December 19, 2018 (the "**Filing Date**"); **AND UPON** noting the Order (Distribution and Sealing) issued by this Honourable Court on March 5, 2019 that, *inter alia*, authorized the Receiver to make distributions to ATB Financial ("**ATB**") in the within proceedings (the "**Distribution Order**"); **AND UPON** reading the Second Report of the Receiver, dated April 14, 2019 (the "**Second Receiver's Report**"); **AND UPON** noting the Affidavit of Service of Katie Doran, sworn April 16, 2019 (the "**Service Affidavit**"); **AND UPON** hearing from counsel for the Receiver and from counsel for other Persons in attendance;

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

Dated this 18 day of Apr 2019

for Clerk of the Court

IT IS HEREBY ORDERED AND DECLARED THAT:

Defined Terms

1. Capitalized terms used herein and not otherwise defined shall have the meaning ascribed to them in the Receivership Order.

Service

1. The time for service of the Application and the Second Receiver's Report be and is hereby abridged, service of the of the Application and the Second Receiver's Report in the manner described in the Service Affidavit is validated and the Application is properly returnable today.

Holdback Amount

2. The Receiver is authorized and directed to withhold the amount of \$380,068 (the "**Holdback Amount**") from distributions of the Property to Persons who were owed debts, liabilities or obligations by the Debtor as of the Filing Date (collectively, the "**Creditors**"), on a without prejudice basis, as security for the obligation, if any, of the Debtor to Alberta Environment and Parks or any successor department that is created (collectively, the "**AEP**"), if any, to pay for or perform reclamation or remediation work on real property described as NW 26-02-17 W4M (the "**Lands**") for environmental conditions or damage that existed on or before the Filing Date (the "**Reclamation Work**").

3. The Holdback Amount, on a without prejudice basis, shall stand as security only for the obligation, if any, of the Debtor to AEP, if any, to pay for or perform the Reclamation Work and shall not:

- (a) be determinative of the liability of the Debtor to the AEP, if any, to pay for or perform the Reclamation Work; or
- (b) be used or applied towards satisfying the obligation of any other Person to pay for or perform Reclamation Work including, without limitation, the obligation of any other Person who has or previously had an interest in, performed work on, supplied materials to or otherwise made use of the Lands.

4. The Holdback Amount may be disbursed pursuant to and in accordance with either:
- (a) the consent of AEP and the Receiver; or
 - (b) a further order of this Honourable Court on application by either the AEP or the Receiver and each of the AEP and the Receiver be and are hereby granted leave to bring an application for the Release of the Holdback Amount pursuant to and in accordance with the terms of this Order.

Creditor Distributions

5. Subject to maintaining the Holdback Amount pursuant to and in accordance with the terms of this Order, the Receiver be and is hereby authorized to make distributions of the Property to Creditors including, without limitation, distributions of the Property to ATB pursuant to and in accordance with paragraph 1 of the Distribution Order.

Miscellaneous

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


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