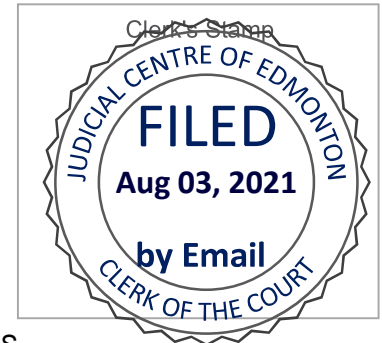


COURT FILE NO. 1703 12327

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON



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

RES

AND IN THE MATTER OF A PLAN OF ARRANGEMENT OF 667402
ALBERTA LTD., 18512398 ALBERTA LTD., 816956 ALBERTA LTD.,
1371047 ALBERTA LTD., 1919209 ALBERTA LTD. AND CANADA NORTH
GROUP LP HOLDINGS LTD.

DOCUMENT

APPLICATION BY MONITOR FOR DISCHARGE

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

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NOTICE TO RESPONDENTS

This application is made against you. You are a respondent. You have the right to state your side of this matter before the judge.

To do so, you must be in Court when the application is heard as shown below:

Date: August 11, 2021

Time: 10:00AM

Where: **BY WEBEX (log in information to be provided)**

Before Whom: The Honourable Justice S.D. Hillier sitting on the Commercial List

Go to the end of this document to see what else you can do and when you must do it.

Remedy claimed or sought:

- 1) An Order:
 - a) declaring Service of this Application and its supporting materials good and sufficient, and if necessary, abridging time for notice of this Application to the time actually given;
 - b) approving the passing of accounts for the fees and disbursements of the Monitor and its legal counsel, Duncan Craig LLP, from and after January 29, 2021;
 - c) approving the actions of the Monitor as set out in the Monitor's 32nd Report;
 - d) approving the August 2021 Final Distribution (as set out in the Monitor's 32nd Report) and directs the Monitor to distribute the remaining funds on hand and held in trust by the Monitor in accordance with the August 2021 Final Distribution or as otherwise decided by the Court;
 - e) unsealing all previously sealed Affidavits and Monitor's Reports and Supplements thereto;
 - f) directing that upon the Monitor's Certificate confirming that all steps required to complete these proceedings have been completed as required, the Monitor shall be discharged with all ancillary relief pertaining thereto; and
 - g) such further Orders, directions, declarations and relief as may be necessary or appropriate in order to give effect to the relief so sought or as the Court considers appropriate in the circumstances.

Grounds for making this application:

- 2) On July 5, 2017, Canada North Group Inc., Canada North Camps Inc., Campcorp Structures Ltd. ("Campcorp"), D.J. Catering Ltd. ("DJ"), 816956 Alberta Ltd., and 1371047 Alberta Ltd. hereinafter made an application before this Honourable Court requesting certain relief under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended and obtained an initial order (the "Initial Order"), a stay of proceedings ("Stay") against the Applicants for a period of 30 days up to and including August 3, 2017, and the appointment of Ernst & Young Inc. (the "Monitor") as monitor of the Applicants.
- 3) Since that time, 1919209 Alberta Ltd. and Canada North Group LP Holdings Ltd. have been added as "Applicants" to these proceedings, while Campcorp and DJ have been removed from the proceedings.
- 4) The Stay has been extended on multiple occasions. The Stay expired on April 15, 2021.
- 5) In accordance with paragraph 4 of the Order Re: Cost Allocation and Ancillary Relief pronounced by the Honourable Associate Chief Justice Nielsen on March 4, 2021 (the "March 2021 Order"), on March 8, 2021, the Monitor provided the affected secured creditors with 30 days' written notice of the Monitor's intention to abandon the remaining real properties of the Applicants. On April 9th, 2021 at noon (MDT), after no creditors made any suitable arrangements with the Monitor to continue security and maintenance on any of the real properties, the Monitor abandoned the remaining real properties of the Applicants, and ceased all security, utilities and insurance for the Wabasca site.

- 6) The Applicants' remaining saleable camp assets were sold, leaving only some old, dilapidated Artisan dorms and a small number of other immaterial unsaleable assets remaining. These remaining unsaleable assets have been abandoned by the Monitor.
- 7) In accordance with the methodology noted in the February 2021 Allocation as approved in the March 2021 Order, the Monitor completed an interim distribution to the secured creditors noted therein. The Monitor will proceed to distribute the remaining funds on hand in short due course upon approval by the Court of the relief sought and noted in this Application.
- 8) Given the status of these CCAA proceedings currently, the Monitor does not foresee any real benefit to the Applicants' creditors to continue to consider any next steps (if any) in relation to the Applicants' interests in the limited partnerships that have been previously discussed in these proceedings. Subject to any direction by the Court otherwise, the Monitor intends to immediately abandon any further actions in respect of the limited partnerships, and the other parties to such limited partnership agreements may proceed in respect of such limited partnership as they see fit.
- 9) To bring these proceedings to an end, the following actions/matters are required to be resolved and it is the intention of the Monitor to do so in short due course on approval by the Court of the matters noted in this Application:
 - a) completing a final distribution to stakeholders in accordance with the August 2021 Final Distribution (as set out in the Monitor's 32nd Report);
 - b) closing the estate bank accounts and filing any ancillary documents with regulatory bodies as required under the CCAA, by the Court, CRA and/or the Superintendent of Bankruptcy; and
 - c) obtain the Monitor's discharge.
- 10) The Monitor believes that its post January 29, 2021 fees and costs and those of its counsel (which remain unapproved by this Court) are reasonable and fair in the circumstances considering the tasks undertaken by the Monitor and its legal counsel in bringing the proceedings to this stage and the efforts that were required in order to do so.
- 11) It is just and appropriate to unseal all previously sealed Affidavits and Monitor's Reports and Confidential Supplements thereto.
- 12) These proceedings are otherwise concluded and the Monitor ought to be discharged.
- 13) Such further and other grounds as counsel may advise and this Honourable Court permit.

Material or evidence to be relied on:

- 14) The 32nd Report of the Monitor, filed.
- 15) The pleadings and proceedings, including prior Monitor's Reports, taken in this Action to date.

- 16) Such further and other materials as previously filed in this matter as counsel may advise and this Honourable Court permits.

Applicable rules:

- 17) *Alberta Rules of Court* AR 124/2010, including Rules 1.2, 1.4, 6.1, 6.2, 6.3 and 9.12 and Division 4 of Part 6.

Applicable Acts and regulations:

- 18) *Companies' Creditors Arrangement Act*, R.S.C. 1985, c C-36, as amended, including ss. 9, 11, 23, and 25 thereof.
- 19) Such further other Acts and regulations as counsel may advise.

Any irregularity complained of or objection relied on:

- 20) N/A.

How the application is proposed to be heard or considered:

- 21) Before the Honourable Justice S.D. Hillier, by way of WebEx.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.