

COURT FILE NUMBER 2303-06543
COURT COURT OF KING'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

AND IN THE MATTER OF AN PLAN OF COMPROMISE OR ARRANGEMENT OF J.W. CARR HOLDINGS LTD., SPRUCE GROVE INDUSTRIAL PARK INC., 272649 ALBERTA LTD., 279896 ALBERTA LTD., GRANDE PRAIRIE PLACE ENTERPRISES (1996) INC., 1170292 ALBERTA LTD. and 627612 ALBERTA LTD.

APPLICANTS J.W. CARR HOLDINGS LTD., SPRUCE GROVE INDUSTRIAL PARK INC., 272649 ALBERTA LTD., 279896 ALBERTA LTD., GRANDE PRAIRIE PLACE ENTERPRISES (1996) INC., 1170292 ALBERTA LTD. and 627612 ALBERTA LTD.

DOCUMENT **ORDER (INTERIM FEE APPROVAL)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
McCarthy Tétrault LLP
4000, 421 – 7th Avenue SW
Calgary, AB T2P 4K9
Attention: Sean Collins / Erinn Wilson
Tel: 403-260-3531 / 3682
Fax: 403-260-3501
Email: scollins@mccarthy.ca / erinnwilson@mccarthy.ca

DATE ON WHICH ORDER WAS PRONOUNCED: July 26, 2023
LOCATION OF HEARING: Calgary, Alberta
NAME OF JUDGE WHO MADE THIS ORDER: Justice Whitting

UPON the application (the "**Application**") of Ernst & Young Inc., in its capacity as the court-appointed monitor (the "**Monitor**") of J.W. Carr Holdings Ltd., Spruce Grove Industrial Park Inc., 272649 Alberta Ltd., 279896 Alberta Ltd., Grande Prairie Place Enterprises (1996) Inc., 1170292 Alberta Ltd. and 627612 Alberta Ltd. (collectively, the "**Applicants**") pursuant to the initial order granted under the *Companies' Creditors Arrangement Act* (Canada) (the "**CCAA**") on April 19, 2023 (the "**Filing Date**"), as subsequently amended and restated on April 26, 2023 (collectively, the "**ARIO**"), in the within proceedings (the "**CCAA Proceedings**"); **AND UPON** reading the First Report of the Monitor, dated April 24, 2023, the Supplemental to the First

Monitor's Report, dated April 25, 2023, the Second Report of the Monitor, dated May 18, 2023, the Third Report of the Monitor, dated June 27, 2023; the Supplemental to the Third Report of the Monitor, dated June 30, 2023, and the Fourth Report of the Monitor, dated July 18, 2023 (the **"Monitor's Report"**), filed; **AND UPON** reading the Affidavit of Matthew McCulloch, sworn on July 18, 2023 (the **"First McCulloch Affidavit"**); **AND UPON** reading the Affidavit of Sean Collins, sworn on July 19, 2023 (the **"First Collins Affidavit"**); **AND UPON** reading the Affidavit of Service of Katie Hynne, sworn on July 26, 2023 (the **"Service Affidavit"**), filed; **AND UPON** hearing counsel for the Monitor and for any other parties who may be present;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

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

INTERIM APPROVAL OF FEES AND ACTIVITIES

2. The Monitor's Reports and the activities of the Monitor as described therein are hereby approved.
3. The Monitor's accounts for professional fees and disbursements for the period of February 18, 2023 to June 2, 2023 in the amount of \$393,750.00 are hereby approved, subject to the terms of the Amended and Restated CCAA Initial Order granted April 26, 2023.
4. The accounts for professional fees and disbursements of the Monitor's legal counsel, McCarthy Tétrault LLP for the period April 8, 2023 to June 30, 2023 in the amount of \$85,122.61 are hereby approved, subject to the terms of the Amended and Restated CCAA Initial Order granted April 26, 2023.

MISCELLAENOUS MATTERS

5. Service of this Order shall be deemed good and sufficient by:

(a) Serving same on:

- (i) the persons listed on the Service List created in these proceedings;
 - (ii) any other person served with notice of the Application for this Order;
 - (iii) any other parties attending or represented at the Application for this Order;
- and,

(b) posting a copy of this Order on the Monitor's website at <https://documentcentre.ey.com/#/detail-engmt?eid=521>;

and service on any other person is hereby dispensed with.



Justice of the Court of King's Bench of Alberta