

COURT FILE NUMBER 2303 06543

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE OF EDMONTON



IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended

AND IN THE MATTER OF A 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 (Extending Stay of Proceedings & Sealing Orders)**

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File Number: 159371.8

**DATE ON WHICH ORDER
WAS PRONOUNCED:** October 24, 2023

**NAME OF JUDGE WHO
MADE THIS ORDER:** The Honourable Justice M. J. Lema

LOCATION OF HEARING: Edmonton, Alberta

UPON the Application 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**"); **AND UPON** having read the Initial Order of the Honourable Justice J.J. Gill granted on April 19, 2023 (the "**Initial Order**"); the Amended and Restated Initial Order of the Honourable Justice J.T. Neilson granted on April 26, 2023 (the "**ARIO**"); the Sales and Investment Solicitation Process Order of the Honourable Justice J.T. Neilson granted on April 26, 2023 (the "**SISP**

Order"); the Order (Expedited Sale Approval and Vesting Order Protocol) (Spruce Grove Lots) of the Honourable Justice J.T. Neilson granted on May 23, 2023; the Order (Expedited Sale Approval and Vesting Order Protocol) (Northridge Phase 6 & 7, O'Brien Lake & Hillcrest) of the Honourable Justice J.T. Neilson granted on May 23, 2023; the Order (Expedited Sale Approval and Vesting Order Protocol) (Fort Saskatchewan Duplexes) of the Honourable Justice J.T. Neilson granted on May 23, 2023; the Order (Expedited Sale Approval and Vesting Order Protocol) (Central Park Condos, Rosedale Condos & Inverness Condos) of the Honourable Justice J.T. Neilson granted on May 23, 2023 (such latter four Orders hereinafter collectively described as the "**Expedited SAVO Protocol Orders**"); the Sealing Order granted by this Court on April 26, 2023 (the "**April 26 Sealing Order**"); the Sealing Order granted by this Court on May 23, 2023 (the "**May 23 Sealing Order**"); the Sealing Order granted by this Court on June 29, 2023 (the "**June 29 Sealing Order**"); the Order (Extending Stay of Proceedings and Sealing Orders) granted by this Court on July 26, 2023 (the "**Extension Order**"); the Sealing Order granted by this Court on August 22, 2023 (the "**August 22 Sealing Order**"); the Sealing Order granted by this Court on September 14, 2023 (the "**September 14 Sealing Order**"); the Sealing Order granted by this Court on October 11, 2023 (the "**October 11 Sealing Order**"); the April 26 Sealing Order, the May 23 Sealing Order, the June 29 Sealing Order, the Extension Order, the August 22 Sealing Order, the September 14 Sealing Order, and the October 11 Sealing Order are hereinafter referred to collectively as the "**Sealing Orders**"; the Amended and Restated SISP Order granted by this Court on July 26, 2023; the Affidavit of Marjorie Carr sworn on April 10, 2023; the Supplemental Affidavit of Marjorie Carr sworn on April 18, 2023; the Second Supplemental Affidavit of Marjorie Carr sworn on June 19, 2023; the Third Supplemental Affidavit of Marjorie Carr sworn on July 17, 2023; the Fourth Supplemental Affidavit of Marjorie Carr sworn on October 16, 2023; the Confidential Affidavit of Marjorie Carr sworn on October 16, 2023; the Pre-filing Report of the Monitor dated April 10, 2023; the First Report of the Monitor dated April 24, 2023; the Supplement to the First Report of the Monitor dated April 25, 2023; the Second Report of the Monitor dated May 18, 2023; the Third Report of the Monitor dated June 30, 2023; the Supplement to the Third Report of the Monitor dated June 30, 2023, the Fourth Report of the Monitor dated July 18, 2023; the Fifth Report of the Monitor dated July 24, 2023; the Sixth Report of the Monitor dated August 1, 2023; the Seventh Report of the Monitor dated August 19, 2023; the Eighth Report of the Monitor dated September 11, 2023; the Ninth Report of the Monitor dated October 6, 2023; the Tenth Report of the Monitor to be filed; the Confidential Supplement to the Seventh Report of the Monitor dated August 18, 2023; the Confidential Supplement to the Eighth Report of the Monitor dated September 11, 2023; the Confidential Supplement to the Ninth Report of the Monitor dated October 6, 2023; the Notice to the Media of Restricted Access Application; and the Brief of Law of the Applicants and Authorities dated October 16, 2023; **AND UPON** having heard submissions from counsel for the Applicants, and any other party that may be present;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of the application is hereby validated and deemed good and sufficient and this Application is

properly returnable today.

2. Words and phrases contained in this Order which begin with capital letters but which are not expressly defined herein shall have the corresponding meanings ascribed thereto in the ARIO and the Sealing Orders.
3. Except to the extent expressly modified by this Order, the ARIO and the Sealing Orders shall continue in full force and effect.
4. The ARIO shall be and is hereby amended by deleting paragraph 13 therefrom and replacing it with a new paragraph 13 reading as follows:

13. Subject to paragraph 14A hereof, until and including January 31, 2024, or such later date as this Court may order (the “**Stay Period**”), no proceedings or enforcement process in any court (each, a “**Proceeding**”) shall be commenced or continued against or in respect of the Applicants or the Monitor, or affecting the Business or the Property, except with leave of this Court, and any and all Proceedings currently under way against or in respect of the Applicants or affecting the Business or the Property are hereby stayed and suspended pending further order of this Court.

5. The materials sealed by the Clerk of the Court pursuant to the Sealing Orders shall be sealed on the Court file until the earlier of:
 - (a) January 31, 2024; or
 - (b) Further order of the Court.
6. The Clerk of the Court is hereby directed to amended the notice affixed to the front of the envelope sealing the materials as outlined at paragraph 2 of the April 26 Sealing Order as follows:

THIS ENVELOPE CONTAINS CONFIDENTIAL DOCUMENTS. THESE CONFIDENTIAL DOCUMENTS ARE SEALED ON COURT FILE NO 2303-06543 PURSUANT TO THE ORDER ISSUED BY HONOURABLE JUSTICE J.T. NEILSON ON APRIL 26, 2023. THESE CONFIDENTIAL DOCUMENTS ARE NOT TO BE ACCESSED BY ANY PERSON UNTIL THE EARLIER OF AN ORDER OF THE COURT DIRECTING THAT THESE CONFIDENTIAL DOCUMENTS BE FILED OR JANUARY 31, 2024.

7. The Clerk of the Court is hereby directed to amended the notice affixed to the front of the envelope sealing the materials as outlined at paragraph 3 of the May 23 Sealing Order as follows:

THIS ENVELOPE CONTAINS CONFIDENTIAL DOCUMENTS. THESE CONFIDENTIAL

DOCUMENTS ARE SEALED ON COURT FILE NO 2303-06543 PURSUANT TO THE ORDER ISSUED BY HONOURABLE JUSTICE J.T. NEILSON ON MAY 23, 2023. THESE CONFIDENTIAL DOCUMENTS ARE NOT TO BE ACCESSED BY ANY PERSON UNTIL JANUARY 31, 2024 OR FURTHER ORDER OF THIS COURT.

8. The Clerk of the Court is hereby directed to amended the notice affixed to the front of the envelope sealing the materials as outlined at paragraph 3 the June 29 Sealing Order as follows:

THIS ENVELOPE CONTAINS CONFIDENTIAL DOCUMENTS. THESE CONFIDENTIAL DOCUMENTS ARE SEALED ON COURT FILE NO 2303-06543 PURSUANT TO THE ORDER ISSUED BY HONOURABLE JUSTICE M. E. BURNS ON JUNE 29, 2023. THESE CONFIDENTIAL DOCUMENTS ARE NOT TO BE ACCESSED BY ANY PERSON UNTIL JANUARY 31, 2024 OR FURTHER ORDER OF THIS COURT.

9. The Clerk of the Court is hereby directed to amended the notice affixed to the front of the envelope sealing the materials as outlined at paragraph 3 the August 22 Sealing Order as follows:

THIS ENVELOPE CONTAINS CONFIDENTIAL DOCUMENTS. THESE CONFIDENTIAL DOCUMENTS ARE SEALED ON COURT FILE NO 2303-06543 PURSUANT TO THE ORDER ISSUED BY HONOURABLE JUSTICE G. S. DUNLOP ON AUGUST 22, 2023. THESE CONFIDENTIAL DOCUMENTS ARE NOT TO BE ACCESSED BY ANY PERSON UNTIL JANUARY 31, 2024 OR FURTHER ORDER OF THIS COURT.

10. The Clerk of the Court is hereby directed to amended the notice affixed to the front of the envelope sealing the materials as outlined at paragraph 3 the September 14 Sealing Order as follows:

THIS ENVELOPE CONTAINS CONFIDENTIAL DOCUMENTS. THESE CONFIDENTIAL DOCUMENTS ARE SEALED ON COURT FILE NO 2303-06543 PURSUANT TO THE ORDER ISSUED BY HONOURABLE JUSTICE J. T. NEILSON ON SEPTEMBER 14, 2023. THESE CONFIDENTIAL DOCUMENTS ARE NOT TO BE ACCESSED BY ANY PERSON UNTIL JANUARY 31, 2024 OR FURTHER ORDER OF THIS COURT.

11. The Clerk of the Court is hereby directed to amended the notice affixed to the front of the envelope sealing the materials as outlined at paragraph 3 of the October 11 Sealing Order as follows:

THIS ENVELOPE CONTAINS CONFIDENTIAL DOCUMENTS. THESE CONFIDENTIAL DOCUMENTS ARE SEALED ON COURT FILE NO 2303-06543 PURSUANT TO THE ORDER ISSUED BY HONOURABLE JUSTICE N. J. WHITLING ON OCTOBER 11, 2023. THESE

CONFIDENTIAL DOCUMENTS ARE NOT TO BE ACCESSED BY ANY PERSON UNTIL JANUARY 31, 2024 OR FURTHER ORDER OF THIS COURT.

12. The Applicants, the Monitor, the Interim Lender and the Senior Secured Lenders are at liberty to apply or reapply for advice and direction as may be necessary to give full force and effect to the terms of this Order.
13. Service of this Order by e-mail, facsimile, courier, regular mail or personal delivery shall constitute good and sufficient service of this Order.

A handwritten signature in black ink, appearing to read "M. J. Lema", is written above a horizontal line.

Justice of the Court of King's Bench of Alberta