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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
2303 06543

AND IN THE MATTER OF AN PLAN OF COMPANIES' CREDITORS
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
Tel: 403-260-3531
Fax: 403-260-3501
Email: scollins@mccarthy.ca

DATE ON WHICH ORDER WAS PRONOUNCED:

January 24, 2024

LOCATION OF HEARING:

Edmonton, Alberta

NAME OF JUDGE WHO MADE THIS ORDER:

Justice N.J. 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 Fifth Report of the Monitor dated July 25, 2023, the Sixth Report of the Monitor dated

August 1, 2023, the Seventh Report of the Monitor dated August 18, 2023, the Confidential Supplement to the Seventh Report of the Monitor dated August 18, 2023, the Eighth Report of the Monitor dated September 11, 2023, the Confidential Supplement to the Eighth Report of the Monitor dated September 11, 2023, the Ninth Report of the Monitor dated October 6, 2023, the Confidential Supplement to the Ninth Report of the Monitor dated October 6, 2023, the Tenth Report of the Monitor dated October 23, 2023, the Eleventh Report of the Monitor dated November 17, 2023, the Twelfth Report of the Monitor dated November 23, 2023, the Confidential Supplement to the Twelfth Report of the Monitor dated November 23, 2023, and the Thirteenth Report of the Monitor dated January 15, 2024 (the **"Thirteenth Monitor's Report"**, and collectively with the reports noted above, the **"Monitor's Reports"**), filed; **AND UPON** reading the Affidavit of Service of Katie Hynne, sworn on January 18, 2024 (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 Thirteenth Monitor's Report is abridged, the Application is properly returnable today, service of the Application and the Thirteenth 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 Thirteenth 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 June 3, 2023 to December 31, 2023 in the amount of \$503,649.06 are hereby approved.
4. The accounts for professional fees and disbursements of the Monitor's legal counsel, McCarthy Tétrault LLP, for the period July 1, 2023 to December 31, 2023 in the amount of \$228,847.79 are hereby approved.

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