

COURT FILE NUMBER 2303 01855

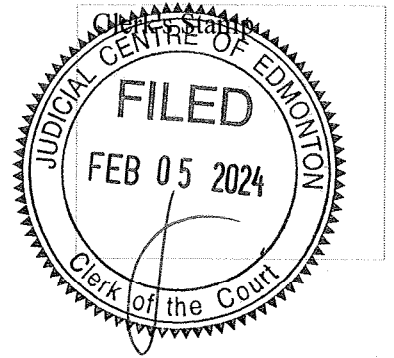
COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON

PLAINTIFF BANK OF MONTREAL

DEFENDANTS 1194038 ALBERTA LTD. and ALAN DOBISH also known as ALLAN DOBISH

DOCUMENT **ORDER FOR FINAL DISTRIBUTION, APPROVAL OF RECEIVER'S FEES AND DISBURSEMENTS, APPROVAL OF RECEIVER'S ACTIVITIES AND DISCHARGE OF RECEIVER**



ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

Witten LLP
Barristers & Solicitors
Suite 2500, Canadian Western Bank Place
10303 Jasper Avenue
Edmonton, AB T5J 3N6
Solicitors for Ernst & Young Inc. in its capacity as Receiver of 1194038 Alberta Ltd.

ATTN: Bren R. Cargill
FILE: 133281-2/BRC
PHONE: (780) 428-0501
FAX: (780) 429-2559

DATE ON WHICH ORDER WAS PRONOUNCED: February 5, 2024

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton Law Courts, Edmonton, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: J.T. Nielson

UPON THE APPLICATION by Ernst & Young Inc. in its capacity as the Court-appointed receiver and manager (the "Receiver") of the undertakings, property and assets of **1194038 Alberta Ltd.** (the "Debtor") for an order for the final distribution of proceeds, approval of Receiver's fees and disbursements, approval of the Receiver's activities, and discharge of the Receiver;

AND UPON HAVING READ the Receivership Order dated **March 14, 2023** (the “Receivership Order”), the First Report of the Receiver dated June 5, 2023, and the Second Report of the Receiver dated August 18, 2023, the Third Report of the Receiver dated October 30, 2023, the Fourth Report of the Receiver (the “**Fourth Receiver’s Report**”) dated January 29, 2024, and the Affidavit of Service; **AND UPON HEARING** the submissions of counsel for the Receiver and counsel for the Debtor and other interested persons and no one appearing for any other person on the service list, although properly served as appears from the Affidavit of Service, filed;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. Service of notice of this application and supporting materials is hereby declared to be good and sufficient, no other person is required to have been served with notice of this application and time for service of this application is abridged to that actually given.

ACTIVITIES, FEES AND DISBURSEMENTS OF THE RECEIVER

2. The Receiver’s actual and estimated accounts for fees and disbursements, as set out in the Fourth Receiver’s Report, are hereby approved without the necessity of a formal passing of its accounts.
3. The actual and estimated accounts of the Receiver’s legal counsel, Witten LLP, for its fees and disbursements, as set out in the Fourth Receiver’s Report, are hereby approved without the necessity of a formal assessment of its accounts.
4. The Receiver’s previously undertaken and proposed go-forward activities as set out in the Fourth Receiver’s Report and in all of its other reports filed herein, including the Receiver’s receipts and disbursements, are hereby ratified and approved.

DISTRIBUTION OF FUNDS

5. Subject to confirmation of the actual costs, fees, expenses and disbursements incurred, the Receiver is authorized and directed to make the distributions set forth in the Fourth Receiver’s Report. For certainty, should the “actual” costs, fees, expenses and disbursements noted in the Fourth Receiver’s Report differ from those noted therein, then the distribution of such amounts are hereby approved and ratified.

6. Following the distributions contemplated in the Fourth Receiver's Report are completed, the Receiver is authorized and directed to pay the remaining funds held by the Receiver in this Estate into Court to be held by the Clerk of the Court until further Order of this Court.

LIABILITY AND RELEASE

7. On the evidence before the Court, the Receiver has satisfied its obligations under and pursuant to the terms of the Orders granted in the within proceedings up to and including the date hereof, and the Receiver shall not be liable for any act or omission on its part including, without limitation, any act or omission pertaining to the discharge of its duties in the within proceedings, save and except for any liability arising out of any fraud, gross negligence or wilful misconduct on the part of the Receiver, or with leave of the Court. Subject to the foregoing any claims against the Receiver in connection with the performance of its duties are hereby stayed, extinguished and forever barred.
8. No action or other proceedings shall be commenced against the Receiver in any way arising from or related to its capacity or conduct as Receiver, except with prior leave of this Court on Notice to the Receiver, and upon such terms as this Court may direct.
9. The Receiver is hereby fully and irrevocably forever released and discharged from any and all liability that the Receiver now has or may hereafter have, by reason of, or in any way arising out of, the acts or omissions of the Receiver while acting in its capacity as Receiver herein, save and except for any gross negligence or willful misconduct on the part of the Receiver.

DISCHARGE OF THE RECEIVER

10. Upon the Receiver filing with the Clerk of the Court a sworn Affidavit of a licensed insolvency Trustee, substantially in the form attached hereto as Schedule "A", employed by the Receiver confirming that:

- (a) all matters set out in paragraph 5 of this Order have been completed; and
- (b) all matters set out in the Fourth Report have been completed,

then the Receiver shall be discharged as Receiver of the Debtor, provided however, that notwithstanding its discharge herein: (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this

proceeding, including all approvals, protections and stays of proceedings in favour of the Receiver in its capacity as Receiver.

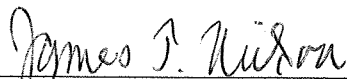
MISCELLANEOUS MATTERS

11. Prior to the Receiver's destruction of any of the Debtor's remaining books and records (the Records) due to the Receiver not specifically requiring same for its purposes, the Receiver shall give 30 days to the former directors and officers of its intention to destroy the Records. The Debtor's former directors and officers shall then have 30 days to make appropriate arrangements with the Receiver to physically take possession of the Records, at their sole cost and expense. In the event that the Debtor's former directors and officers do not exercise their option to obtain the Records, the Receiver is hereby authorized to have all of the Records destroyed 60 days after giving notice as set out and described above.
12. This Order shall have full force and effect in all Provinces and Territories in Canada, outside Canada and against all Persons against whom it may be enforceable.
13. This Honourable Court hereby requests the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in any of its provinces or territories or in any foreign jurisdiction, to act in aid of and to be complimentary to this Court in carrying out the terms of this Order, to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such order and to provide such assistance to the Receiver, as an officer of the Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.
14. Notwithstanding the discharge of the Receiver, the Receiver is hereby granted leave to apply to this Court for such further advice, direction or assistance as may be necessary to give effect to the terms of this Order.
15. Service of this Order shall be deemed good and sufficient by:
 - (a) Serving the 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 Receiver's website at:
<https://documentcentre.ey.com/#!/detail-engmt?eid=518>

and service on any other person is hereby dispensed with.

16. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following transmission or delivery of this Order.



JUSTICE OF THE COURT OF KING'S BENCH OF ALBERTA

Schedule "A"**AFFIDAVIT****(Confirming Discharge of Receiver)**

COURT FILE NUMBER 2303 01855

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE

PLAINTIFF BANK OF MONTREAL

DEFENDANTS 1194038 ALBERTA LTD. and ALAN DOBISH
also known as ALLAN DOBISH

DOCUMENT **AFFIDAVIT**
(Confirming Discharge of Receiver)

Clerk's Stamp

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

Witten LLP
Barristers & Solicitors
Suite 2500, Canadian Western Bank Place
10303 Jasper Avenue
Edmonton, AB T5J 3N6
Solicitors for Ernst & Young Inc. in its
capacity as Receiver of 1194038 Alberta Ltd.

ATTN: Bren R. Cargill
FILE: 133281-2/BRC
PHONE: (780) 428-0501
FAX: (780) 429-2559

AFFIDAVIT OF

SWORN on _____, 2024.

I, _____, of _____, Alberta, **SWEAR AND SAY THAT:**

1. I am a Licensed Insolvency Trustee, and a Vice President with Ernst & Young Inc. which is the Court-appointed receiver and manager (the "**Receiver**") of the assets, undertakings and properties of 1194038 Alberta Ltd. (the "**Debtor**")
2. Pursuant to the Order granted by the Honourable Madam Justice J. Fagnan then of the Court of King's Bench (the "**Court**") dated March 14, 2023, Ernst & Young Inc. was appointed as the Receiver of the assets, undertakings and properties of the Debtor.

3. Pursuant to an order (Final Distribution, the Approval of the Receiver's Activities, Fees and Disbursements, and the Receiver's Discharge) granted by Mr. Justice J. T. Nielson dated February 5, 2024 (the "**Discharge Order**"), the Court approved the discharge of the Receiver, subject to the filing of an Affidavit in the within form confirming that the Receiver had completed certain other administrative activities required to complete its administration of the Debtors' receivership proceedings.
4. This Affidavit will confirm that the Receiver has completed all other activities required to complete its administration of the Debtors' receivership proceedings, including, without limitation, all matters set out in paragraph 5 of the Discharge Order and in the Fourth Receiver's Report.
5. I make this Affidavit further to the requirements of the Discharge Order, and understand that upon filing of this Affidavit, Ernst & Young Inc. will be fully and finally discharged from its capacity as the Receiver of the Debtor.
6. I make this Affidavit for no other or improper purpose.

SWORN BEFORE ME at Edmonton, Alberta,)
 on _____, 2024.)

 A Commissioner For Oaths in and for Alberta)

 Signature)

 PRINT NAME AND EXPIRY

 PRINT NAME