

COURT FILE NUMBER **1501-13786**
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY



IN THE MATTER OF AN APPLICATION UNDER
THE *BANKRUPTCY AND INSOLVENCY ACT*, RSC
1985, C B-3, AS AMENDED

PLAINTIFF THE TORONTO-DOMINION BANK
DEFENDANT REPERIO RESOURCES CORP. AND HEARTLAND
AGGREGATES CORP.
DOCUMENT **ORDER – APPROVAL OF SALES INFORMATION
PACKAGE AND SALES PROCESS**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS DOCUMENT


BORDEN LADNER GERVAIS LLP
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Attention: Kevin E. Barr

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File No. 560836-000002

I hereby certify this to be a true copy of
the original order
Dated this 9 day of Jan 2017

for Clerk of the Court

DATE OF WHICH ORDER WAS PRONOUNCED: **FRIDAY, JANUARY 6, 2016**
LOCATION WHERE ORDER WAS PRONOUNCED: **CALGARY, ALBERTA**
NAME OF JUSTICE WHO MADE THIS ORDER: **THE HONOURABLE MADAM JUSTICE
K.M. EIDSVIK**

UPON the application of Deloitte Restructuring Inc. ("**Deloitte**"), in its capacity as Court-appointed Receiver and Manager of Reperio Resources Corp. and Heartland Aggregates Corp.; **AND UPON** reading the first report of Deloitte (the "**First Report**"); **AND UPON** reading the Affidavit of Service of Rhonda

Lastockin, filed; **AND UPON** hearing from counsel for Deloitte; **AND UPON** hearing counsel for The Toronto-Dominion Bank; **AND UPON** hearing from counsel for any and all other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. Service of the Notice of Application and First Report is deemed good and sufficient and this application is properly returnable today.
2. Capitalized terms not defined herein shall have the same meaning as those terms expressly defined in the First Report.

PROCESS FOR SALE

3. The SIP described in paragraph 17.2 and attached as Appendix "C" to the First Report of Deloitte is approved.
4. Deloitte is hereby authorized and directed to implement the SIP and to do all things as are reasonably necessary to conduct and give full effect to the SIP and carry out its obligations thereunder, including seeking approval of this Court as soon as reasonably practicable following the selection of a winning bidder under the SIP.
5. The APA described in paragraph 17.3 and attached as Appendix "D" to the First Report of Deloitte is hereby approved.

SERVICE

6. Deloitte shall serve by courier, fax transmission, e-mail transmission, or ordinary post, a copy of this Order on all parties present at this Application and on all parties who received notice of this Application or who are presently on the service list established in these proceedings, and such service shall be deemed good and sufficient for all purposes.

"K. M. ΣΙΔΩΝΙΚ"
J.C.C.Q.B.A.