

**DUPLICATE  
ORIGINAL**

COURT FILE NUMBER            Q.B.G. 643 of 2016

COURT OF QUEEN'S BENCH FOR SASKATCHEWAN  
IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE                SASKATOON

APPLICANT                        101133330 SASKATCHEWAN LTD.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT  
OF 101133330 SASKATCHEWAN LTD.

**ORDER**

**(Termination of Proceedings and Discharge of Monitor)**

Before the Honourable Mr. Justice G.A. Meschishnick in Chambers the 26<sup>th</sup> day of June, 2019.

Upon the application by Jeffrey M. Lee, Q.C., counsel on behalf of Deloitte Restructuring Inc. in its capacity as the Court-appointed Monitor (the "**Monitor**") with respect to 101133330 Saskatchewan Ltd. (the "**Debtor**"), and upon reading the Notice of Application dated June 21, 2019, the Thirteenth Report of the Monitor dated June 21, 2019 (the "**Thirteenth Report**"), and a proposed draft Order, all filed; and the pleadings and proceedings herein;

**The Court Orders:**

**GENERAL**

1. Capitalized terms not otherwise defined in this Order shall have the meanings given to them in the Order of the Honourable Justice N.G. Gabrielson dated May 20, 2016 (the "**Initial Order**") and the DIP Facility Order dated May 20, 2016, as well as the Orders of the Honourable Justice G.A. Meschishnick dated:
  - (a) June 13, 2016, August 17, 2016, and December 22, 2016;
  - (b) May 31, 2017 and December 20, 2017;
  - (c) June 1, 2018 and August 30, 2018; and
  - (d) February 22, April 26, and May 27, 2019.

(All orders following the Initial Order are hereafter sometimes referred to collectively as the "**Subsequent Orders**.")

**SERVICE**

2. Service of notice of this application and supporting materials is hereby declared to be good, timely and sufficient, and 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 time actually given.

## APPROVAL OF THE ACTIVITIES OF THE MONITOR AND RELATED MATTERS

3. All activities, actions and proposed courses of action of the Monitor (collectively, the "**Actions of the Monitor**") to date in relation to the discharge of its duties and mandate as Monitor pursuant to the Initial Order and the Subsequent Orders (collectively, the "**Monitor's Mandate**"), as such Actions of the Monitor are more particularly described in the Thirteenth Report and all of the Monitor's other reports filed in these proceedings, as well as the statement of receipts and disbursements contained in the Thirteenth Report, shall be and are hereby approved and confirmed.
4. The professional fees and disbursements of the Monitor, as set out in the Thirteenth Report (including the fees and disbursements necessary to complete the Monitor's Mandate), are hereby approved without the necessity of a formal passing of its accounts.
5. The professional fees and disbursements of the Monitor's legal counsel, MLT Aikins LLP, as set out in the Thirteenth Report (including the fees and disbursements necessary to complete the Monitor's Mandate), are hereby approved without the necessity of a formal assessment of its accounts.

## TERMINATION OF CCAA PROCEEDINGS AND DISCHARGE OF MONITOR

6. The proceedings pursuant to *The Companies' Creditors Arrangement Act*, RSC 1985, c C-36 (the "**CCAA**") in respect of the Debtor shall be and are hereby terminated.
7. Upon payment of the amounts set out in paragraph 20 of the Order (Ninth Extension, Sale, Approval, Vesting and Distribution Order) granted by the Honourable Mr. Justice G.A. Meschishnick in these proceedings on April 26, 2019 (the "**April 26 Order**"), and upon the Monitor filing a certificate, in substantially the form attached to this Order as **Schedule A**, certifying that it has completed all remaining outstanding activities specifically identified in paragraph 20 of the April 26 Order and in paragraphs 13-21 of the Thirteenth Report, which activities shall be deemed included in the Monitor's Mandate, the Monitor shall be discharged as Monitor of these proceedings by the Debtor pursuant to the CCAA, provided that notwithstanding its discharge herein:
  - (a) the Monitor shall remain Monitor for the performance of such routine administrative tasks as may be required to complete the administration of the Monitor's Mandate; and
  - (b) the Monitor shall continue to have the benefit of the provisions of all Orders made in these proceedings, including all approvals, protections and stays of proceedings in favour of Deloitte Restructuring Inc. in its capacity as Monitor.
8. It is hereby adjudged and declared that, based upon the evidence that is currently before this Honourable Court in regard to the Actions of the Monitor:
  - (a) the Monitor has acted honestly and in good faith, and has carried out the Monitor's Mandate in a commercially reasonable manner;
  - (b) the Monitor has satisfied all of its duties and obligations pursuant to the Monitor's Mandate;
  - (c) the Monitor shall not be liable for any act or omission arising from, relating to or in connection with its discharge of the Monitor's Mandate, save and except for any liability arising out of fraud, gross negligence or willful misconduct on the part of the Monitor;

- (d) the Monitor has never had and shall not in the future have any liability in regard to any act or omission of the Debtor, including, without limitation, in relation to the business of the Debtor, payment of and/or accounting for any taxes (including, without limitation, goods and services tax) on revenues earned or any indebtedness or obligations whatsoever or howsoever incurred by the Debtor; and
  - (e) no person shall commence an action or proceeding asserting a claim against the Monitor arising from, relating to or in connection with its discharge of the Monitor's Mandate without first obtaining an Order of this Honourable Court (on notice to the Monitor) granting such person leave to commence such action or proceeding, and any such action or proceeding commenced without such leave being obtained is a nullity.
8. Subject to the foregoing, any claims against the Monitor in connection with the Monitor's Mandate are hereby stayed, extinguished and forever barred.
9. Notwithstanding the discharge of the Monitor, the Monitor 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.

**MISCELLANEOUS MATTERS**

- 10. The release of the Armstrong Holdback (as that term is defined in the Thirteenth Report) funds in the amount of \$2,000.00 to Mervin Armstrong shall be and is hereby approved.
- 11. 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.
- 12. This Court hereby requests the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Monitor 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 orders and to provide such assistance to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Monitor and its agents in carrying out the terms of this Order.
- 12. Service of this Order on any party not attending this application is hereby dispensed with.

Issued at Saskatoon, Saskatchewan, this 26<sup>th</sup> day of June, 2019.

  
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(Deputy) Local Registrar

**CONTACT INFORMATION AND ADDRESS FOR SERVICE:**

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File No:	56074.9

SCHEDULE A

FORM OF MONITOR'S DISCHARGE CERTIFICATE

COURT FILE NUMBER            Q.B.G. 643 of 2016

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APPLICANT                        101133330 SASKATCHEWAN LTD.

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MONITOR'S DISCHARGE CERTIFICATE

RECITALS

- A. Pursuant to an Order of the Honourable Mr. Justice G.A. Meschishnick dated May 20, 2016 (the "**Initial Order**"), Deloitte Restructuring Inc was appointed as Monitor (the "**Monitor**") respecting 101133330 Saskatchewan Ltd. (the "**Debtor**").
- B. Pursuant to the Order (Termination of Proceedings and Discharge of Monitor) of the Court dated \_\_\_\_\_, 2019, Deloitte Restructuring Inc. was discharged as the Monitor of the Debtor, to be effective upon the filing by the Monitor with the Court of a Monitor's Discharge Certificate confirming that the Monitor's Mandate (as that term is defined in the Order (Termination of Proceedings and Discharge of Monitor)) has been completed to the satisfaction of the Monitor.

THE MONITOR HEREBY CERTIFIES THAT:

- 1. The Monitor's Mandate has been completed to the satisfaction of the Monitor.

DELOITTE RESTRUCTURING INC., in its capacity as  
Monitor respecting 101133330 Saskatchewan Ltd.,  
and not in its personal capacity.

Per; \_\_\_\_\_

Name:

Title: