

**THE QUEEN'S BENCH  
Winnipeg Centre**

BETWEEN:

**THE MANITOBA SECURITIES COMMISSION,**

Applicant,

– and –

**CROCUS INVESTMENT FUND,**

Respondent,

Application under Section 27 of the Securities Act, CCSM c. S50 and Queen's Bench  
Rule 14.05(2)(b)

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**ORDER  
(Regarding Receiver's Report #6)  
Friday, December 23, 2005**

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**HILL ABRA DEWAR**  
Litigation Counsel  
2670 – 360 Main Street  
Winnipeg, Manitoba  
R3C 3Z3

**Robert A. Dewar / Allegra Frank**

Telephone: (204) 943-6740  
Fax: (204) 943-3934  
File No. **05157 RAD**

**THE QUEEN'S BENCH  
Winnipeg Centre**

THE HONOURABLE )  
 ) Friday, December 23, 2005  
MADAM JUSTICE McCRAWLEY )

BETWEEN:

**THE MANITOBA SECURITIES COMMISSION,**

Applicant,

– and –

**CROCUS INVESTMENT FUND,**

Respondent,

Application under Section 27 of the Securities Act, CCSM c. S50 and Queen's Bench Rule 14.05(2)(b)

**ORDER**

THIS MOTION, made by Deloitte & Touche Inc. as Receiver and Manager of the Respondent herein (hereinafter "the Receiver"), for an Order for Approval of Receiver's Report #6, or for such other Orders as may be just in the circumstances came on for a brief hearing on Friday, December 23, 2005 at the Law Courts, 408 York Avenue, in the City of Winnipeg.

On reading the Receiver's Notice of Motion and Receiver's Report #6, and the Affidavit of Service of Karen Thomas, and on hearing the submissions of counsel for the Receiver, counsel for Bernard Bellan, counsel for L. Baturin, A. Beal, D. Beresford, C. Curtis, S. Farley, P. Olfert, R. Ziegler, W. Fox-Decent, H. Eliason, R. Waugh, R. Hilliard and J. Clarkson, counsel for Wellington West,

counsel for the Government of Manitoba, and counsel for PriceWaterhouse Coopers, and upon being advised that counsel for the Manitoba Securities Commission and counsel for Nesbitt Burns had contacted counsel to the Receiver to advise that they would not be appearing whilst reserving their right to appear in the future; and upon being advised that the Manitoba Federation of Labour, James Umlah, S. Kreiner, J. Hawkins, D. Friesen, Ron Waugh, Fonds de Solidarite des Travailleurs du Quebec, Manitoba Blue Cross, Manitoba Government & General Employee's Union, and the Workers Compensation Board of Winnipeg had been served but did not appear, and upon receiving a letter dated December 28, 2005 from the Receiver regarding the creditor position of the Respondent;

1. THIS COURT ORDERS THAT the matter is adjourned to January 20, 2006 at 9:00 a.m. before Madam Justice MacCawley;
2. THIS COURT FURTHER ORDERS THAT the Receiver serve a copy of this order along with a letter substantially in the form attached hereto as Schedule A and a Notice of Intention to Appear in the form attached hereto as Schedule B on the following by regular mail:

**The Manitoba Securities Commission**  
1130 - 405 Broadway  
Winnipeg MB R3C 3L6

Attn: Mr. D. Brown/Mr. C. Besko

**Pitblado LLP**  
Barristers and Solicitors  
25<sup>th</sup> Floor - 360 Main St  
Winnipeg MB R3C 4H6

Attn: Mr. D. G. Ward  
Solicitors for Manitoba Federation of Labour

**Department of Finance**

Province of Manitoba  
910 - 386 Broadway  
Winnipeg MB R3C 3R6

Attn: Mr. Richard Groen

**D'Arcy & Deacon LLP**

Barristers and Solicitors  
12th Floor - 330 St. Mary Ave  
Winnipeg MB R3C 4E1

Attn: Mr. K. Filkow

Solicitors for Lea Baturin, Albert R. Beal, Diane Beresford  
Charles E. Curtis, Sylvia Farley, Peter Olfert,  
Robert Ziegler, Wally Fox-Decent, Hugh Eliason, Ron Waugh,  
R. Hillard and John Clarkson

**Aikins MacAulay & Thorvaldson LLP**

Barristers and Solicitors  
30<sup>th</sup> Floor - 360 Main St  
Winnipeg MB R3C 4G1

Attn: Mr. J.B. Kroft

Solicitors for Wellington West

**Torys LLP**

Barristers and Solicitors  
3000 - 79 Wellington St W  
Box 270, TD Centre  
Toronto ON M5K 1N2

Attn: Mr. J.A. Fabello

Solicitors for Nesbitt Burns

**Farris, Vaughan, Willis & Murphy LLP**

Barristers and Solicitors  
25<sup>th</sup> Floor - 700 West Georgia St  
Vancouver BC V7Y 1B3

Attn: Mr. J. Kenneth McEwan, Q.C.

Solicitors for D. Friesen

**Pitblado LLP**  
Barristers and Solicitors  
25<sup>th</sup> Floor - 360 Main St  
Winnipeg MB R3C 4H6

Attn: Mr. T. Kormylo  
Solicitors for Ron Waugh

**Levene Tadman Gutkin Golub**  
Barristers and Solicitors  
700 – 330 St. Mary Ave  
Winnipeg MB R3C 3Z5

Attn: Mr. M. Tadman  
Solicitors for Rob Hilliard

**Tapper Cuddy LLP**  
Barristers and Solicitors  
Suite 1000 – 330 St. Mary Ave  
Winnipeg MB R3C 3Z5

Attn: Mr. R. Tapper  
Solicitors for James Umlah

**Taylor, McCaffrey**  
Barristers and Solicitors  
9th Floor - 400 St. Mary Ave  
Winnipeg MB R3C 4K5

Attn: Mr. P. Riley  
Solicitors for Sherman Kreiner and Jane Hawkins

**Fonds de Solidarite des Travailleurs du Quebec**  
Bureau 200  
545, boul Crémazie Est  
Montréal, Québec H2M 2W4

**Manitoba Blue Cross**  
1485 Portage Ave  
Winnipeg MB R3G 0W4

**Manitoba Government & General Employee's Union**  
601 - 275 Broadway  
Winnipeg MB R3C 4M6

**Workers Compensation Board of Winnipeg**  
333 Broadway  
Winnipeg MB R3C 4W3

**Borden Ladner Gervais LLP**  
Barristers and Solicitors  
40 King St W, Scotia Plaza  
Toronto ON M5H 3Y4

Attn: Mary Margaret Fox  
Solicitors for Chubb Insurance Company of Canada

**Walsh & Company**  
Barristers and Solicitors  
426 Portage Ave  
Winnipeg MB R3C 0C9

Attn: Mr. Paul Walsh  
Solicitors for Bernard Bellan

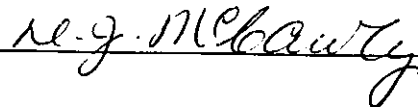
**Campbell, Marr LLP**  
Barristers and Solicitors  
10 Donald St  
Winnipeg MB R3C 1L5

Attn: Mr. David Marr  
Solicitors for PricewaterhouseCoopers

3. THIS COURT FURTHER ORDERS THAT anyone wishing to submit affidavit evidence regarding this matter shall file with this Court and serve same upon the Receiver's counsel no later than Monday, January 16, 2006;

4. THIS COURT FURTHER ORDERS THAT anyone wishing to appear and make a submission to this Court at the hearing of this matter shall complete a Notice of Intention to Appear in the form attached hereto as Schedule B, and file with the Court and serve same upon the Receiver's counsel no later than Monday; January 16, 2006.

SIGNED December 28, 2005

  
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# HILL ABRA DEWAR

LITIGATION COUNSEL  
SUITE 2670 - 360 MAIN STREET  
WINNIPEG, MANITOBA R3C 3Z3

# Schedule "A"

to the Order of Madam  
Justice McCawley pronounced  
December 23, 2005

E-MAIL: [lawyers@hillco.mb.ca](mailto:lawyers@hillco.mb.ca)  
PHONE: (204) 943-6740  
FAX: (204) 943-3934

DOUGLAS N. ABRA, Q.C.  
STEPHEN F. VINCENT  
CURTIS A. KNUDSON

DAVE HILL  
SHERRI WALSH  
FARON J. TRIPPIER  
RICHARD VAN DORP

ROBERT A. DEWAR, Q.C.  
STEVEN FIELD  
ALLEGRA C. FRANK

COUNSEL: THE HONOURABLE PETER S. MORSE, Q.C.

WRITER'S E-MAIL: [rdewar@hillco.mb.ca](mailto:rdewar@hillco.mb.ca)  
WRITER'S EXTENSION: 235  
OUR FILE No. 05331 RAD

December 28, 2005

Dear Sirs:

**RE: The Manitoba Securities Commission v. Crocus Investment Fund  
Queen's Bench File No. CI 05-01-43350**

We are the solicitors for Deloitte & Touche Inc, the Receiver and Manager of Crocus Investment Fund. You recently received a copy of a Notice of Motion dated December 16, 2005 and Receiver's Report #6. That matter was made returnable before The Honourable Madam Justice McCawley on December 23, 2005, at 9:00 a.m. At that time, Madam Justice McCawley adjourned the Motion to January 20, 2006 and ordered the Receiver to forward a copy of her Order to you by ordinary mail. We enclose a copy of the said Order.

The provisions of the Order stipulate that if you wish to appear and make any submissions in regards to Receiver's Report #6, you will need to, on or before January 16, 2006, file with the Court and serve upon the Receiver's counsel:

1. Any Affidavit material upon which you intend to rely; and
2. A Notice of Intention to Appear in the form set forth as Schedule B to the Order.

If you require any further information, please do not hesitate to be in touch with the writer.

Yours truly,

**HILL ABRA DEWAR**

PER:

**R. A. DEWAR**

RAD/tmw

# ***Schedule "B"***

*to the Order of Madam  
Justice McCawley pronounced  
December 23, 2005*

File No. CI 05-01-43350

**THE QUEEN'S BENCH  
Winnipeg Centre**

BETWEEN:

**THE MANITOBA SECURITIES COMMISSION,**

Applicant,

– and –

**CROCUS INVESTMENT FUND,**

Respondent,

Application under Section 27 of *The Securities Act*, CCSM c. s50 and Queen's Bench  
Rule 14.05(2)(b)

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**NOTICE OF INTENTION TO APPEAR**

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**THE QUEEN'S BENCH  
Winnipeg Centre**

BETWEEN:

**THE MANITOBA SECURITIES COMMISSION,**

Applicant,

– and –

**CROCUS INVESTMENT FUND,**

Respondent,

Application under Section 27 of *The Securities Act*, CCSM c. s50 and Queen's Bench Rule 14.05(2)(b)

**NOTICE OF INTENTION TO APPEAR**

TO: Deloitte & Touche Inc.  
as Receiver Managers of Crocus Investment Fund  
2300 - 360 Main St  
Winnipeg MB R3C 3Z3

The undersigned, by its solicitors, intends to appear at the hearing of the Motion regarding Receiver's Report #6.

DATED the        day of \_\_\_\_\_, 200\_

\_\_\_\_\_  
(Name & Address of lawyer)