

CANADA  
PROVINCE OF QUÉBEC  
DISTRICT OF MONTRÉAL

SUPERIOR COURT  
(Commercial Division)  
(sitting as a court designated pursuant to the  
*Companies' Creditors Arrangement Act*, R.S.C.  
1985, c. C-36, as amended)

No.: 500-11-041305-117

**IN THE MATTER OF THE PLAN OF  
COMPROMISE OR ARRANGEMENT OF:**

**1810040 Alberta Ltd. (formerly known as  
Homburg Invest Inc. and Homburg Shareco Inc.)  
Debtor / Petitioner**

-and-

**Homco Realty Fund (61) Limited Partnership  
Mise-en-cause**

-and-

**Deloitte Restructuring Inc. (formerly known as  
Samson Bélair/Deloitte & Touche Inc.)**

**Monitor**

**APPLICATION FOR EXTENSION OF THE STAY PERIOD**

**(Sections 11 and 11.02 of the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36)**

**TO THE HONOURABLE JUSTICE LOUIS J. GOUIN OR TO ONE OF THE  
HONOURABLE JUDGES OF THE SUPERIOR COURT, SITTING IN COMMERCIAL  
DIVISION IN AND FOR THE JUDICIAL DISTRICT OF MONTRÉAL, THE  
PETITIONER RESPECTFULLY SUBMITS AS FOLLOWS:**

**I. INTRODUCTION**

1. On September 9, 2011, the Honourable Louis J. Gouin, J.S.C. issued an order (the “**Initial Order**”) pursuant to the *Companies Creditors' Arrangement Act*, R.S.C. 1985, c. C-36 in respect of Homburg Invest Inc. (“**HII**”), Homburg Shareco Inc. (“**Shareco**”), Churchill Estates Development Ltd., Inverness Estates Development Ltd. and CP Development Ltd. (collectively the “**Initial Debtors**”) as appears from the Court record;
2. Pursuant to the Initial Order, Samson Bélair/Deloitte & Touche Inc. (now known as Deloitte Restructuring Inc., the “**Monitor**”) was appointed as Monitor of the Initial Debtors and a stay of proceedings (the “**Stay of Proceedings**”) was issued from the date of the Initial Order until October 7, 2011;
3. On October 7, 2011, this Honourable Court issued an order (the “**First Extension Order**”) extending the Stay of Proceedings. Since then, this Court has further extended the Stay of Proceedings, most recently until October 31, 2018 (the “**Stay Period**”), as appears from the Court record;

4. As appears from the Initial Order and the First Extension Order, the Stay of Proceedings was initially extended in favour of the following limited partnerships: Homco Realty Fund (52) Limited Partnership, Homco Realty Fund (88) Limited Partnership, Homco Realty Fund (89) Limited Partnership, Homco Realty Fund (92) Limited Partnership, Homco Realty Fund (94) Limited Partnership, Homco Realty Fund (105) Limited Partnership, Homco Realty Fund (121) Limited Partnership, Homco Realty Fund (122) Limited Partnership, Homco Realty Fund (142) Limited Partnership and Homco Realty Fund (199) Limited Partnership;
5. On May 31, 2012, this Court issued an order amending the Initial Order to add North Calgary Land Ltd. as a Petitioner and Homco Realty Fund (96) Limited Partnership as an Applicant Partnership thereunder. On December 14, 2012, this Court issued a further order amending the Initial Order to add Homco Realty Fund (190) Limited Partnership and Homco Realty Fund (191) Limited Partnership as Applicant Partnerships;
6. By Order of the Court made on February 6, 2013, the Initial Order was further amended to add Homco Realty Fund (61) Limited Partnership (“**Homco 61**”) as an additional Applicant Partnership and Castello Development Ltd. as a mise-en-cause. On March 14, 2013, the Initial Order was further amended to add Homburg Management (Canada) Inc. as an additional Petitioner. On April 26, 2013, this Court issued a further order amending the Initial Order to add Homco Realty Fund (83) Limited Partnership as an Applicant Partnership;
7. By subsequent orders of the Court, the Stay of Proceeding was discontinued for certain entities such that only 1810040 Alberta Ltd. (formerly HII and Shareco prior to their amalgamation) and Homco 61 (jointly referred to as the “**HII Group**”) remain subject to the Stay Proceedings as of the date hereof;
8. In light of recent developments, the HII Group respectfully requests that this Honourable Court extend the Stay Period until July 31, 2019;

## **II. DISTRIBUTIONS UNDER THE PLANS OF ARRANGEMENT**

9. As appears from the Court record, the Plan of Compromise and Reorganization of HII and Shareco, as amended and restated from time to time (the “**HII/Shareco Plan**”) and the restated Plan of Compromise of Homco 61 (collectively the “**Plans**”) have been approved and sanctioned by this Honourable Court and implemented. Unless otherwise defined herein, all capitalized terms are as defined in the HII/Shareco Plan;
10. Since June 22, 2018, when this Honourable Court issued the last order extending the Stay Period (the “**Last Extension Order**”), the Monitor has not proceeded with any additional distributions to the Affected Creditors nor the Homco 61 Affected Creditors, other than distributions to creditors who had not received their entitlement to past distributions due to missing or erroneous coordinates;
11. As will appear from the Fiftieth Report of the Monitor to be served and filed on or about the date hereof (the “**Monitor’s Fiftieth Report**”), the current intention of the Monitor is

that the next distribution of the Asset Realization Cash Pool be the final distribution under the terms of the Plans;

### **III. WINDING-UP EFFORTS**

12. Since the last extension of the Stay Period, the HII Group has continued to make progress in connection with the disposition of remaining non-core properties and other remaining assets, with a view of finalizing the process. Highlights of the most significant activities of the HII Group are provided below;

#### **A. *Dispositions of non-core properties***

13. Since the Last Extension Order, the HII Group has continued its efforts to realize the substantial potential equity in the last remaining European non-core property;

14. As previously disclosed to the Court and in light of changes in market conditions, HII determined that the property held by Homco Realty Fund (123) Limited Partnership (“**Homco 123**”) in the Netherlands could potentially generate material value for the Affected Creditors under the HII/Shareco Plan;

15. As further detailed in the Monitor’s Fiftieth Report, the HII Group and the Monitor are working together to monetize Homco 123’s property before the final distribution. The process has been slowed down by unexpected delays in court proceedings regarding environmental and safety permits issues.

16. The Homco 123 property is cashflow positive, such that property costs are currently not assumed by Affected Creditors. Further, the property’s secured lender Propertize also has an interest in the current sale process being fruitful. Propertize thus agreed that 50% of the costs to be incurred by the HII Group during the Stay Period sought herein be funded from Homco 123’s bank account, on which it holds a pledge. This correspondingly reduces the financial downside for Affected Creditors in the event that Homco 123’s potential equity cannot be realized, which downside is nominal in comparison with the potential upside for Affected Creditors.

17. The Monitor supports the arrangement described in the previous paragraph and has consulted the Liquidation Advisory Committee (“**LAC**”), which represents the largest creditors including the bondholders.

#### **B. *Other Matters***

18. The HII Group continues to address all post-plan implementation matters, including the bankruptcies and dissolution of the various entities included in the HII Group, as appropriate, the whole with the support and assistance of the Monitor and Canadian and Dutch counsel, and with the approval of the LAC, as required under the Plans and the Sanction Orders. The HII Group is preparing to file assignments in bankruptcy for several remaining entities when appropriate. Furthermore, efforts are continuing in Europe in respect of various bankruptcies and dissolutions;

#### IV. CONCLUSION

19. HII is of the view that providing the relief requested herein is appropriate in the present circumstances in order for the HII Group to finalize its affairs, deal with the remaining European non-core property and properly wind-down the few remaining entities. Accordingly, HII respectfully requests that this Honourable Court grant the extension of the Stay Period sought in the present Application;
20. Considering notably the equity that the sale of Homco 123's property could generate, as will appear from the Monitor's Fiftieth Report, the Monitor supports the present Application;
21. The HII Group has acted, and continues to act, in good faith and with due diligence;
22. The present Application is well founded in fact and law.

#### WHEREFORE, MAY IT PLEASE THIS HONOURABLE COURT TO:

1. **GRANT** the present *Application for extension of the stay period*;
2. **EXTEND** the Stay Period (as defined in the Initial Order rendered by the Court on September 9, 2011 and as extended from time to time) to and including July 31, 2019;

**THE WHOLE WITHOUT COSTS**, save in the event of contestation.

MONTRÉAL, October 25, 2018.

*Osler, Hoskin & Harcourt LLP*

---

**OSLER, HOSKIN & HARCOURT LLP**

(Mtre. Julien Morissette)

Attorneys for the Debtor and Mise-en-cause

1000 De La Gauchetière Street West

Suite 2100

Montréal QC H3B 4W5

Telephone: 514.904.8100

Fax: 514.904.8101

Email: [jmorissette@osler.com](mailto:jmorissette@osler.com)

Notification by email: Address listed above

Reference: 1131787

**AFFIDAVIT**

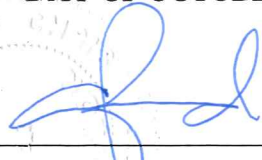
I the undersigned, James F. Miles, domiciled and residing at 29 Coventry Lane, Dartmouth, Nova Scotia, B2V 2K2, solemnly declare the following:

1. I am the President of 1810040 Alberta Ltd. and duly authorized representative of the Petitioner for the purpose hereof;
2. I have taken cognizance of the attached *Application for extension of the stay period*;
3. All of the facts alleged in the said application are true.

AND I HAVE SIGNED:

  
\_\_\_\_\_  
**James F. Miles**

SOLEMNLY DECLARED BEFORE ME  
IN HALIFAX, NOVA SCOTIA ON THE  
25<sup>TH</sup> DAY OF OCTOBER 2018.

  
\_\_\_\_\_  
**CHRISTINE C. POUND**  
A Notary Public in and for the  
Province of Nova Scotia

## NOTICE OF PRESENTATION

- TO :** **McCARTHY TÉTRAULT LLP** **Attorneys for the Monitor**  
1000 De La Gauchetière Street West, Suite 2500  
Montréal QC H3B 0A2  
**Me Mason Poplaw**  
**Me Jocelyn Perreault**  
**Me Alain Tardif**  
email : mpoplaw@mccarthy.ca  
jperreault@mccarthy.ca  
atardif@mccarthy.ca
- TO :** **BENNETT JONES LLP** **Attorneys for Penn West**  
4500 Bankers Hall East  
855 2<sup>nd</sup> Street West  
Calgary AB T2P 4K7  
**Me Kenneth T. Lenz**  
email : lenzk@bennettjones.com
- TO :** **BENNETT JONES LLP** **Attorneys for Statoil Canada Limited**  
4500 Bankers Hall East  
855 2<sup>nd</sup> Street West  
Calgary AB T2P 4K7  
**Me Chris Simard**  
email : simardc@bennettjones.com
- TO :** **LANGLOIS KRONSTRÖM DESJARDINS LLP** **Attorneys for Statoil Canada Limited**  
1002 Sherbrooke Street West, 28<sup>th</sup> Floor  
Montréal QC H3A 3L6  
**Me Gerry Apostolatos**  
**Me Dimitri Maniatis**  
**Me Stefan Chripounoff**  
email : gerry.apostolatos@lkd.ca  
dimitri.maniatis@lkd.ca  
stefan.chripounoff@lkd.ca

**TO : HOMBURG CANADA INC.**  
600-1741 Brunswick Street  
Halifax NS B3J 3X8  
**Me Michael J. O'Hara**  
**General Counsel**  
email: mohara@homburg.com

**TO : ARCAN RESOURCES LTD.**  
Suite 2200, 500 – 4<sup>th</sup> Avenue S.W.  
Calgary, Alberta T2P 2V6  
**Mr. Graeme Ryder,**  
**Vice-President, Finance and CFO**  
email : gryder@arcanres.com

**TO : BORDEN LADNER GERVAIS LLP**  
1000 De La Gauchetière Street West, Suite 900  
Montréal QC H3B 5H4

**Me Matti Lemmens**  
**Me Mathieu Lévesque**  
email : mlemmens@blg.com  
malevesque@blg.com

**Attorneys for BOS Solutions  
Ltd., Canadian Tabular  
Services Inc., Premier  
Petroleum Corp, Moe  
Hannah McNeill LLP**

**TO : FIELD LAW**  
400 – 604 1<sup>St</sup> SW  
Calgary AB T2P 1M7

**Me Douglas S. Nishimura**  
email : dnishimura@fieldlaw.com

**Attorneys for Keywest  
Projects Ltd., MHI Fund  
Management Inc., STP  
Group Canada Ltd. (formerly  
Neotechnology Consultants  
Ltd.), Logan Completion  
Systems Inc., CE Franklin  
Ltd.**

**TO : DAVIES WARD PHILLIPS & VINEBERG  
LLP**  
1501 McGill College Avenue, 26<sup>th</sup> floor  
Montréal QC H3A 3N9

**Me Denis Ferland**  
**Me Christian Lachance**  
email : dferland@dwpv.com  
clachance@dwpv.com

**Attorneys for HSBC Bank  
Canada**

- TO : DAVIES WARD PHILLIPS & VINEBERG LLP**  
1501 McGill College Avenue, 26<sup>th</sup> floor  
Montréal QC H3A 3N9  
**Me Louis-Martin O'Neill**  
email : lmoneill@dwpv.com  
**Attorneys for Cominar REIT**
- TO : DICKINSON WRIGHT LLP**  
222 Bay St., 18<sup>th</sup> Floor, PO Box 124  
Toronto ON M5K 1H1  
**Me David P. Preger**  
email : dpreger@dickinsonwright.com  
**Attorneys for Romspen Investment Corporation**  
joint appearance with De Granpré
- TO: DE GRANPRÉ JOLI-CŒUR LLP**  
2000 McGill College Avenue, Suite 1600  
Montréal QC H3A 3H3  
**Me Anne Lefebvre**  
email: a.lefebvre@djclegal.com  
**Attorneys for Romspen Investment Corporation**  
joint appearance with Dickinson Wright
- TO : FASKEN MARTINEAU DUMOULIN LLP**  
Tour de la Bourse  
800 Place Victoria, PO Box 242, Suite 3700  
Montréal QC H4Z 1E9  
**Attorneys for Canmarc REIT (formerly Homburg Canada REIT), Homburg Canada REIT Limited Partnership and Homburg Canada REIT GP Inc. and, in their capacity a trustees of Canmarc REIT (formerly Homburg Canada REIT), Karen A. Prentice, Frank W. Matheson, James F. Miles, Wayne Heuff, John Levitt and Gérard A. Limoges**
- Me Luc Morin**  
**Me Robert Paré**  
**Me Edmond Lamek**  
**Me Alain Riendeau**  
email : lmorin@fasken.com  
rpare@fasken.com  
elamek@fasken.com  
ariendeau@fasken.com



- TO :** **FISHMAN FLANZ MELAND PAQUIN LLP** **Attorneys for Cadillac  
Fairview Corporation  
Limited**  
1250 René-Lévesque Boulevard West, Suite 4100  
Montréal QC H3B 4W8  
**Me Mark E. Meland**  
email : mmeland@ffmp.ca
- TO :** **FISHMAN FLANZ MELAND PAQUIN LLP** **Attorneys for Stichting  
Homburg Capital Securities**  
1250 René-Lévesque Boulevard West, Suite 4100  
Montréal QC H3B 4W8  
**Me Ronald M. Auclair**  
email : rauclair@ffmp.ca
- TO :** **STIKEMAN ELLIOTT** **Attorneys for Stichting  
Homburg Bonds**  
1155 René-Lévesque Boulevard West  
Montréal QC H3B 3V2  
  
**Me Guy P. Martel**  
**Me Joseph Reynaud**  
**Me Warren Katz**  
**Me Charles Nadeau**  
**Me Claire Zikovsky**  
**Me Danny Duy Vu**  
**Me Nathalie Nouvet**  
email : gmartel@stikeman.com  
jreynaud@stikeman.com  
wkatz@stikeman.com  
cnadeau@stikeman.com  
czikovsky@stikeman.com  
ddvu@stikeman.com  
nnouvet@stikeman.com
- TO :** **DENTONS CANADA LLP** **Attorneys for Tucker  
Wireline Services Canada  
Inc.**  
1 Place Ville Marie, Suite 3900  
Montréal QC H3B 4M7  
  
**Me Louis Dumont**  
**Me Martin Poulin**  
email : louis.dumont@dentons.com  
martin.poulin@dentons.com
- TO :** **HEENAN BLAIKIE LLP** **Attorneys for Surge Energy  
Inc.**  
215 – 9<sup>th</sup> Avenue S.W., Suite 1900  
Calgary AB T2P 1K3  
**Me Caireen E. Hanert**  
email : chanert@heenan.ca

**TO : NORTON ROSE CANADA LLP**  
3700 Canterra Tower, 400 – 3<sup>rd</sup> Avenue S.W.  
Calgary AB T2P 4H2  
**Me Judson Virtue**  
email : jud.virtue@nortonrose.com

**Attorneys for bcIMC Realty  
Corporation**

**TO : CATALYST CAPITAL GROUP INC.**  
Royal Trust Tower  
77 King Street West, Suite 4320  
POBox 212  
Toronto ON M5K 1J3

**Gabriel de Alba**  
**Zach Michaud**  
email: gdealba@catcapital.com  
zmichaud@catcapital.com

**TO : McMILLAN LLP**  
Brookfield Place  
181 Bay Street, Suite 4400  
Toronto ON M5J 2T3

**Attorneys for Catalyst  
Capital Group Inc.**

**Me Andrew J.F. Kent**  
**Me Stephen Eddy**  
email : andrew.kent@mcmillan.ca  
stephen.eddy@mcmillan.ca

**TO : McMILLAN LLP**  
1000 Sherbrooke Street West, Suite 2700  
Montréal QC H3A 3G4

**Attorneys for Catalyst  
Capital Group Inc.**

**Me Nicholas Scheib**  
**Me Marc-André Morin**  
**Me Rachel April Giguère**  
email : nicholas.scheib@mcmillan.ca  
marc-andre.morin@mcmillan.ca  
rachel.aprilgiguere@mcmillan.ca

**TO : McMILLAN LLP**  
1000 Sherbrooke Street West, Suite 2700  
Montréal QC H3A 3G4

**Me Éric Vallières**  
**Me J.R. Beaudrie**  
email : eric.vallieres@mcmillan.ca  
gerald.beaudrie@mcmillan.ca

**Attorneys for DEGI  
Homburg Harris Limited  
Partnership**

**TO : NORTON ROSE CANADA LLP**  
1 Place Ville Marie, Suite 2500  
Montréal QC H3B 1R1

**Me Sylvain Rigaud**  
**Me Arnold Cohen**  
**Me Chrystal Ashby**  
email : sylvain.rigaud@nortonrose.com  
arnold.cohen@nortonrose.com  
chrystal.ashby@nortonrose.com

**Attorneys for Taberna  
Europe CDO I PLC,  
Taberna Europe CDO II  
PLC, Taberna Preferred  
Funding VIII, Ltd and  
Taberna Preferred Funding  
VI, Ltd.**

**TO : WALSH WILKINS CREIGHTON LLP**  
2800 – 801 6th Avenue S.W.  
Calgary, Alberta T2P 4A3

**Me Gary Befus**  
email : gbefus@walshlaw.ca

**Attorneys for Lafarge  
Canada Inc.**

**TO : STONES CARBERT WAITE WELLS LLP**  
2000 Encor Place  
645 – 7th Avenue S.W.  
Calgary AB T2P 4G8

**Me Kelly Patrick Colborne**  
email : colborne@scwlawyers.com

**Attorneys for NORR  
Architects Planners**

- TO : KUGLER KANDESTIN LLP**  
1 Place Ville Marie, Suite 2101  
Montréal QC H3B 2C6
- Attorneys for Avison Young  
Real Estate Alberta Inc.**
- Me Gordon Levine**  
email : glevine@kugler-kandestin.com
- TO : WELLS FARGO BANK, N.A.**  
**Corporate Trust Services**  
9062 Old Annapolis Road  
MAC: N2702-011  
Columbia, Maryland 21045  
**William Fay**  
**Default & Restructuring Account  
Manager**  
email : bill.fay@wellsfargo.com
- TO : NOVA SCOTIA SECURITIES COMMISSION**  
CIBC Building  
1809 Barrington Street, Suite 501  
Halifax NS B3J 3K8  
**Me Stephanie Atkinson**  
**Enforcement Counsel**  
email : atkinssj@gov.ns.ca
- TO : DEPARTMENT OF JUSTICE CANADA**  
Duke Tower  
5251 Duke Street, Suite 1400  
Halifax NS B3J 1P3  
**Me Caitlin Ward**  
email : caitlin.ward@justice.gc.ca
- TO : CENTRON CONSTRUCTION CORP.**  
8826 Blackfoot Trail S.E., Suite 104  
Calgary AB T2J 3J1  
**Mr. Don Avant**  
**Chief Financial Officer**  
email : davant@centrongroup.com

**TO : DLA PIPER (CANADA) LLP**  
1501 McGill College Avenue, Suite 1400  
Montréal QC H3A 3M8  
**Me Jean-Yves Fortin**  
**Me Annie-Claude Beauchemin**  
email : jeanyves.fortin@dlapiper.com  
annieclaude.beauchemin@dlapiper.com

**Attorneys for Valbonne Real  
Estate B.V.**

**TO : RENNO VATHILAKIS INC.**  
1621 Sherbrooke Street West  
Montréal QC H3H 1E2  
**Me Karim Renno**  
email : krenno@renvath.com

**Attorneys for Lafarge  
Canada Inc. and Kai  
Construction Corp.**

**TO : BLAKE, CASSELS & GRAYDON LLP**  
199 Bay Street  
Suite 4000  
Toronto ON M5L 1A9

**Attorneys for FGH Bank  
N.V.**

**Me Steven J. Weisz**  
email : steven.weisz@blakes.com

**TAKE NOTICE** that the *Application for extension of the stay period* which will be presented for hearing and allowance in the Superior Court, Commercial Division, in room 16.02 of the Montréal Courthouse, 1 Notre-Dame Street East, Montréal, on October 29, 2018, at 8:30 a.m., or so soon thereafter as counsel may be heard.

**PLEASE ACT ACCORDINGLY.**

MONTRÉAL, October 25, 2018

*Osler, Hoskin & Harcourt LLP*

---

**OSLER, HOSKIN & HARCOURT LLP**  
Attorneys for the Debtor and Mise-en-cause

No: 500-11-041305-117

---

---

**SUPERIOR COURT  
(Commercial Division)**

**DISTRICT OF MONTRÉAL**

---

---

**IN THE MATTER OF THE PLAN OF COMPROMISE  
OR ARRANGEMENT OF:**

**1810040 ALBERTA LTD. (formerly known as Homburg  
Invest Inc. and Homburg Shareco Inc.)**

**Debtor/Petitioner**

**-and-**

**HOMCO REALTY FUND (61) LIMITED  
PARTNERSHIP**

**Mise-en-cause**

**-and-**

**DELOITTE RESTRUCTURING INC.**

**Monitor**

---

---

**APPLICATION FOR EXTENSION OF THE STAY  
PERIOD (Sections 11 and 11.02 of the *Companies'*  
*Creditors Arrangement Act*, R.S.C. 1985, c. C-36),  
AFFIDAVIT, NOTICE OF PRESENTATION**

---

---

**ORIGINAL**

---

---

Code : BO 0323

o/f: 1131787

**Mtre. Julien Morissette  
Osler, Hoskin & Harcourt LLP  
1000 De La Gauchetière Street West, Suite 2100  
Montréal, Québec H3B 4W5**

[jmorissette@osler.com](mailto:jmorissette@osler.com)

Tel: 514-904-8100 Fax: 514-904-8101

**Notification by email: Address listed above**