

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

-and-

**Homco Realty Fund (61) Limited Partnership (as it
then was prior to its dissolution)**

Mise-en-cause

-and-

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

Monitor

**CERTIFICATE OF DELOITTE RESTRUCTURING (formerly known as SAMSON
BÉLAIR/DELOITTE & TOUCHE INC.) AS COURT-APPOINTED MONITOR OF
1810040 ALBERTA LTD. (formerly known as HOMBURG INVEST INC. and HOMBURG
SHARECO INC.) and HOMCO REALTY FUND (61) LIMITED PARTNERSHIP (as it then was
prior to its dissolution)**

RECITALS:

- A. On September 9, 2011, the Honourable Louis J. Gouin, J.S.C. issued an order (as amended and extended from time to time, the “**Initial Order**”) pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 commencing proceedings (the “**CCAA Proceedings**”) 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**”) and appointing Deloitte Restructuring Inc. (formerly known as Samson Bélair/Deloitte & Touche Inc.) as the Monitor of the Initial Debtors (the “**Monitor**”).
- B. On June 5, 2013, the Honourable Justice Louis J. Gouin, J.S.C. issued an order (the “**HII/Shareco Sanction Order**”) sanctioning and approving the Third Joint Amended and Restated Plan of Compromise and Reorganization of Homburg Invest Inc. (“**HII**”) and Homburg Shareco Inc. (“**Shareco**”) pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, and the *Business Corporations Act* (Alberta), R.S.A. 2000, c. B-9, as amended, dated June 3, 2013 (as amended, restated, supplemented and/or modified in accordance with its terms, the “**HII/Shareco Plan**”).

- C. On the same day, the Honourable Justice Louis J. Gouin, J.S.C. issued an order (the “**Homco 61 Sanction Order**” and together with the HII/Sanction Order, the “**Sanction Orders**”) sanctioning and approving the Restated Plan of Compromise of Homco Realty Fund (61) Limited Partnership (“**Homco 61 LP**”) pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, dated April 26, 2013 (as amended, restated, supplemented and/or modified in accordance with its terms, the “**Homco 61 Plan**” and, together with the HII/Shareco Plan, the “**Plans**”).
- D. The Plan Implementation Date under the HII/Shareco Plan took place from March 24, 2014, to March 27, 2014, resulting in the constitution of the Liquidation Advisory Committee pursuant to the terms of the HII/Shareco Plan and the HII/Shareco Sanction Order, and the Plan Implementation Date under the Homco 61 Plan occurred on March 27, 2014.
- E. On October 29, 2021, the Honourable Justice Louis J. Gouin, J.S.C. issued an order (the “**CCAA Termination Order**”) *inter alia* providing the Monitor with instructions for the distribution of the Remaining Funds.
- F. Pursuant to the HII/Shareco Sanction Order, the Court ordered that upon the completion by the Monitor of its Remaining Duties, including, without limitation, distributions to be made by or at the direction of the Monitor in accordance with the Plan, the Monitor shall file with the Court a certificate stating that all of the Remaining Duties have been completed and that the Monitor is unaware of any claims with respect to its performance of such Remaining Duties, and upon the filing of such certificate, Deloitte Restructuring Inc. (formerly known as Samson Bélair/Deloitte & Touche Inc.) shall be deemed to be discharged from its duties as Monitor of HII and Shareco in the CCAA Proceedings and released from any and all claims relating to its activities as Monitor in the CCAA Proceedings, the Committee Members and the Liquidation Advisory Committee shall be deemed to be discharged from their duties under the Plan and the HII/Shareco Sanction and Vesting Order and the Plan Charges shall be deemed to be terminated, released and discharged.
- G. Pursuant to the Homco 61 Sanction Order, the Court ordered that upon the completion by the Monitor of its Remaining Duties, including, without limitation, distributions to be made by or at the direction of the Monitor in accordance with the Homco 61 Plan and the HII/Shareco Plan, the Monitor shall file with the Court a certificate stating that all of the Remaining Duties have been completed and that the Monitor is unaware of any claims with respect to its performance of such Remaining Duties, and upon the filing of such certificate, Deloitte Restructuring Inc. (formerly known as Samson Bélair/Deloitte & Touche Inc.) shall be deemed to be discharged from its duties as Monitor of Homco 61 LP in the CCAA Proceedings and released from any and all claims relating to its activities as Monitor in the CCAA Proceedings.
- H. Considering the time elapsed since the issuance of the HII/Shareco Sanction Order and the Homco 61 Sanction Order, pursuant to the CCAA Termination Order, the Court ordered that effective as at the time of the filing of this Monitor’s Plan Completion Certificate CCAA (being the “**CCAA Termination Time**”), the CCAA Proceedings shall be terminated without any other act or formality, the Monitor, the Liquidation Advisory Committee and the Committee Members shall be discharged from their duties and obligations, the Released Parties shall be forever and irrevocably released and discharged from the Released Claims and the Plan Charges shall be deemed to be terminated, released and discharged.
- I. All capitalized terms not otherwise defined herein shall have the meaning set out in the HII/Shareco Sanction Order, the Homco 61 Sanction Order or the CCAA Termination Order, as applicable.

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Pursuant to paragraph 14 of the CCAA Termination Order, paragraph 92 of the HII/Shareco Sanction Order and paragraph 51 of the Homco 61 Sanction Order, Deloitte Restructuring Inc. (formerly known as Samson Bélair/Deloitte & Touche Inc.) in its capacity as Court-appointed Monitor of HII and Shareco hereby certifies that the Monitor has completed its Remaining Duties (including for greater certainty those provided by the CCAA Termination Order), including, without limitation, distributions to be made by or at the direction of the Monitor in accordance with the Plans, the Sanction Orders and the CCAA Termination Order, and that the Monitor is unaware of any claims with respect to its performance of such Remaining Duties.

DATED at the City of Montréal, in the Province of Québec, Canada, this 30 day of November 2021 at 7 (a.m./p.m.).

DELOITTE RESTRUCTURING INC. (formerly known as **SAMSON BÉLAIR/DOITTE & TOUCHE INC.**), in its capacity as Court-appointed Monitor of 1810040 Alberta Ltd. (formerly known as Homburg Invest Inc. and Homburg Shareco Inc.) and Homco Realty Fund (61) LP (as it then was prior to its dissolution)



By: PRESIDENT, Deloitte Québec

Name: PIERRE LAPORTE