

File No. CI 19-01-23329

THE QUEEN'S BENCH

WINNIPEG CENTRE

IN THE MATTER OF: The Appointment of a Receiver pursuant to Section 243  
of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-  
3, as amended, and Section 55 of *The Court of Queen's  
Bench Act*, C.C.S.M. c. C280

BETWEEN:

ROYAL BANK OF CANADA,

Plaintiff,

- and -

6382330 MANITOBA LTD., PGRP PROPERTIES INC.  
and 6472240 MANITOBA LTD.,

Defendants.

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DISCHARGE ORDER

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Thompson Dorfman Sweatman LLP  
Barristers and Solicitors  
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Winnipeg MB R3C 0V1

(Matter No. 0169515 RAM)  
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THE QUEEN'S BENCH

WINNIPEG CENTRE

THE HONOURABLE ) Tuesday, the 23<sup>rd</sup> day of February,  
MR. JUSTICE EDMOND ) 2021  
)

IN THE MATTER OF: The Appointment of a Receiver pursuant to Section 243  
of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-  
3, as amended, and Section 55 of *The Court of Queen's  
Bench Act*, C.C.S.M. c. C280

BETWEEN:

ROYAL BANK OF CANADA,

Plaintiff,

- and -

6382330 MANITOBA LTD., PGRP PROPERTIES INC.  
and 6472240 MANITOBA LTD.,

Defendants.

DISCHARGE ORDER

THIS MOTION, made by Deloitte Restructuring Inc. in its capacity as Court-appointed receiver (the "**Receiver**") of the undertaking, property and assets of the Defendants 6382330 Manitoba Ltd., PGRP Properties Inc. and 6472240 Manitoba Ltd. (collectively, the "**Debtors**") acquired for, or used in relation to the business carried on by the Debtors at the real property located at or about 620 – 626 Ellice Avenue in Winnipeg, Manitoba, for an Order discharging the Receiver and

other relief was heard this day at the Winnipeg Law Courts Building, 408 York Avenue in Winnipeg, Manitoba.

ON READING the First Report of the Receiver dated December 10, 2020, the Second Report of the Receiver dated February 12, 2021 (the “**Second Report**”), the Supplement to the Second Report of the Receiver dated February 16, 2021 (the “**Supplemental Report**”), and the Affidavit of Marlene Starenky sworn September 10, 2019, and on hearing the submissions of counsel for the Receiver, counsel for the Plaintiff, counsel for 6382330 Manitoba Ltd., 6472240 Manitoba Ltd., Stephen Glen Collins, Paul Arsenault, and counsel for PGRP Properties Inc. and Patrick Vaughn Penner, no one else appearing for any other person on the Service List, although served as evidenced by the Affidavit of Service of Ross A. McFadyen affirmed February 18, 2021, filed:

1. THIS COURT ORDERS that time for service of the Notice of Motion and the supporting materials is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.
2. THIS COURT ORDERS that the activities of the Receiver, as set out in the Second Report and the Supplemental Report, including the Receiver’s Statement of Receipts and Disbursements, are hereby approved.
3. THIS COURT ORDERS that the fees and disbursements of the Receiver and its counsel as set out in the Second Report are hereby approved.

4. THIS COURT ORDERS that, subject to the retention of a reasonable holdback on account of professional costs that may be required to deal with motions filed (or to be filed) on behalf of the Defendants seeking leave to commence an action against the Receiver, the Receiver shall pay the monies remaining in its hands to the Plaintiff, Royal Bank of Canada.


5. THIS COURT ORDERS that upon payment of the amount set out in paragraph 4 hereof and upon the Receiver filing a certificate substantially in the form attached hereto as Schedule A to this Order certifying that it has completed the other activities described in the Second Report, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtors, provided however that notwithstanding its discharge herein (a) the Receiver shall remain the Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceeding in favour of Deloitte Restructuring Inc. in its capacity as Receiver.

6. THIS COURT ORDERS AND DECLARES THAT Deloitte Restructuring Inc. is hereby released and discharged from any and all liability that Deloitte Restructuring Inc. now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of Deloitte Restructuring Inc. while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on

the Receiver's part. Without limiting the generality of the foregoing, Deloitte Restructuring Inc. is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.

7. THIS COURT ORDERS AND DECLARES that no action or other proceeding shall be commenced against the Receiver, including its officers, directors, employees, solicitors and agents and assigns in any way arising from or related to its capacity or conduct as Receiver, except with prior leave of this Court on notice to the Receiver, and upon such terms as this Court may direct.

March , 2021

J.G. Edmond, J  Digitally signed by J.G. Edmond, J  
Date: 2021.04.15 10:43:22 -05'00'

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I, ROSS A. MCFADYEN OF THE FIRM OF THOMPSON DORFMAN SWEATMAN LLP HEREBY CERTIFY THAT I HAVE RECEIVED THE CONSENTS AS TO FORM OF THE FOLLOWING PARTIES: THE PLAINTIFF AND 6382330 MANITOBA LTD., 6472240 MANITOBA LTD., STEPHEN GLEN COLLINS AND PAUL OWEN ARSENAULT, AND PGRP PROPERTIES INC. AND PATRICK VAUGHN PENNER, AS DIRECTED BY THE HONOURABLE MR. JUSTICE EDMOND.

**SCHEDULE "A"**

FORM OF RECEIVER'S CERTIFICATE

THE QUEEN'S BENCH

WINNIPEG CENTRE

IN THE MATTER OF:      The Appointment of a Receiver pursuant to Section 243 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended, and Section 55 of *The Court of Queen's Bench Act*, C.C.S.M. c. C280

BETWEEN:

ROYAL BANK OF CANADA,

Plaintiff,

- and -

6382330 MANITOBA LTD., PGRP PROPERTIES INC.  
and 6472240 MANITOBA LTD.,

Defendants.

RECEIVER'S CERTIFICATE

RECITALS

A. Pursuant to the Order of the Honourable Mr. Justice Edmond of the Manitoba Court of Queen's Bench (the "**Court**") dated September 26, 2019, Deloitte Restructuring Inc. was appointed as the receiver and manager (the "**Receiver**") of certain of the undertaking, property and assets of the Defendants.

B. Pursuant to an Order of the Court dated February 23, 2021 (the "**Discharge Order**"), the Court ordered that upon the Receiver filing with the Court a certificate certifying that it has completed the payment as directed by paragraph 4 of the said Discharge Order, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Defendants.

THE RECEIVER CERTIFIES the following:

1. The Receiver has completed the payment as directed by paragraph 4 of the Discharge Order; and
2. This Certificate was delivered by the Receiver at the City of Winnipeg, in Manitoba on the \_\_\_\_\_ day of \_\_\_\_\_, 2021.

Deloitte Restructuring Inc., in its capacity as Receiver of the undertaking, property and assets of the Defendants, and not in its personal capacity

per: \_\_\_\_\_  
Name:  
Title: