

CANADA )  
PROVINCE OF SASKATCHEWAN )

Court No.: 22-2353460  
Estate No.: 22-2353460

COURT FILE 486 of 2018

COURT QUEEN'S BENCH FOR SASKATCHEWAN  
IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE SASKATOON

APPLICANT S. WILSON CONSTRUCTION LTD.

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL  
UNDER SECTION 50.4 OF THE *BANKRUPTCY AND INSOLVENCY ACT*,  
RSC 1985, c. B-3, AS AMENDED, OF S. WILSON CONSTRUCTION LTD.

**ORIGINATING APPLICATION**

**NOTICE TO THE RESPONDENTS on the Service List established in these proceedings**

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the Court. To do so, you must be in Court when the application is heard as shown below:

Where	Court of Queen's Bench for Saskatchewan 520 Spadina Crescent East, Saskatoon, SK S7K 3G7
Date	April 5, 2018
Time	10:00 a.m.

Go to the end of this document to see what you can do and when you must do it.

**PARTICULARS OF APPLICATION**

1. The applicant, S. Wilson Construction Ltd. ("**S. Wilson**"), seeks an order:
  - (a) validating service of this notice of application and supporting materials;
  - (b) extending the period within which S. Wilson is required to file a proposal to its creditors with the Official Receiver from April 9, 2018 to 11:59 p.m. on May 23, 2018;

- (c) authorizing and directing S. Wilson to conduct one or more sales of its assets outside the ordinary course of its business;
- (d) vesting clear title to any S. Wilson assets sold in the name of the purchasers identified in the Proposal Trustee's Certificates (as that term is defined in the draft order); and
- (e) such further and other relief as S. Wilson may request and this Honourable Court may allow.

2. The grounds for making this application are:

- (a) S. Wilson filed a notice of intention to file a proposal pursuant to section 50.4 of the *Bankruptcy and Insolvency Act*, RSC 1985, c. B-3 on March 9, 2018, since which time it has acted in good faith and with due diligence towards making a proposal to its creditors;
- (b) S. Wilson has obtained appraisals indicating the value of the Equipment and Real Property (as those terms are defined in the Affidavit of Boyd Wilson) is in excess of the secured debt, such that refinancing is a realistic possibility to fund a proposal if the extension being applied for is granted;
- (c) S. Wilson is unaware of any material prejudice flowing to any creditor if the extension being applied for is granted; and
- (d) S. Wilson has assets, such as an inventory of geotextiles and aggregate, which are available for liquidation for the benefit of the stakeholders.

3. S. Wilson's summary of the material facts is as follows:

- (a) S. Wilson is the operating company for a group of companies that additionally includes:
  - (i) 101292881 Saskatchewan Ltd., which is the sole shareholder of 10129883 Saskatchewan and S. Wilson; and
  - (ii) 101292883 Saskatchewan Ltd. ("**Asset Co.**"), which owns the majority of the tangible business assets and leases the same to S. Wilson;
- (b) S. Wilson's principal secured lenders are the Bank of Nova Scotia ("**Scotia**") and Roynat Inc. ("**Roynat**") (collectively, the "**Secured Creditors**"), who are cross-collateralized against the landholdings and personal property of both S. Wilson and Asset Co.;

- (c) S. Wilson's business revenues have declined in the last two years which ultimately led to an agreement to allow the Secured Creditors to liquidate Asset Co.'s Equipment;
- (d) with no access to working capital or equipment, S. Wilson was unable to carry on business in the ordinary course or meet its obligations generally as they became due; and
- (e) S. Wilson filed a notice of intention to file a proposal pursuant to section 50.4 of the *Bankruptcy and Insolvency Act*, RSC 1985, c. B-3 on March 8, 2018, and requires additional time to obtain the financing necessary to make that proposal.

4. In support of this application, S. Wilson relies on the following material or evidence:

- (a) this notice of application;
- (b) the Affidavit of Boyd Wilson sworn April 2, 2018;
- (c) the draft order;
- (d) the brief of law; and
- (e) the First Report of the Proposal Trustee, Deloitte Restructuring Inc.

DATED at Saskatoon, Saskatchewan, this 2<sup>nd</sup> day of April, 2018.

**McDOUGALL GAULEY LLP**

Per: 

Solicitors for the applicant,  
S. Wilson Construction Ltd.

This notice is issued at the above-noted judicial centre on the 2<sup>nd</sup> day of April, 2018.

  
**(Deputy) Local Registrar**

**NOTICE**

You are named as a respondent because you have made or are expected to make an adverse claim with respect to this originating application. If you do not come to Court either in person or by your lawyer, the Court may make an order declaring you and all persons claiming under you to be barred from taking any further

proceedings against the applicant(s) and against all persons claiming under the applicant(s). You will be bound by any order the Court makes. If you want to take part in the application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of this form.

The rules require that a party moving or opposing an originating application must serve any brief of written argument on each of the other parties and file it at least 3 days before the date scheduled for hearing the originating application.

If you intend to rely on an affidavit or other evidence when the originating application is heard or considered, you must serve a copy of the affidavit and other evidence on the originating applicant at least 10 days before the originating application is to be heard or considered.

#### **CONTACT INFORMATION AND ADDRESS FOR SERVICE:**

Name of firm:	McDougall Gauley LLP
Name of lawyer in charge of file:	Ian A. Sutherland / Craig Frith
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