

COURT FILE NUMBER 643 of 2016
COURT QUEEN'S BENCH FOR SASKATCHEWAN
IN BANKRUPTCY AND INSOLVENCY
JUDICIAL CENTRE SASKATOON
APPLICANTS 101133330 SASKATCHEWAN LTD. and
101149825 SASKATCHEWAN LTD.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF 101133330 SASKATCHEWAN LTD. and 101149825 SASKATCHEWAN LTD.

ORDER (Sixth Extension)

BEFORE THE HONOURABLE)
MR. JUSTICE G.A. MESCHISHNICK) FRIDAY, THE 15th DAY
IN CHAMBERS) OF JUNE, 2018

UPON THE APPLICATION of counsel on behalf of the Applicants, 101133330 Saskatchewan Ltd. and 101149825 Saskatchewan Ltd, and upon having read the Notice of Application with proof of service thereof, the Ninth Supplementary Affidavit of John Orr sworn May 29, 2018, the Fourth Supplementary Affidavit of David Calyniuk sworn May 29, 2018, the Confidential Supplement to the Fourth Supplementary Affidavit of David Calyniuk sworn May 29, 2018, the Draft Order, the Order of the Honourable Justice N.G. Gabrielson dated May 20, 2016 (the "Initial Order"), as well as the Orders of the Honourable Justice G.A. Meschishnick dated June 13, 2016, August 17, 2016, December 22, 2016, May 31, 2017, and December 20, 2017 (all orders following the Initial Order are hereafter referred to collectively as the "Subsequent Orders"), the Eighth Report of the Monitor, and the Applicants' Brief of Law, all filed; and the pleadings and proceedings herein:

IT IS HEREBY ORDERED, ADJUDGED, AND DECLARED THAT:

VALIDATION OF SERVICE

1. Service of the Notice of Application and all other materials filed in support of this application upon all parties listed in the Service List established in these proceedings and maintained by the Monitor (a current copy of which is attached as Schedule "A" hereto) shall be and is hereby deemed good, valid, timely, and sufficient.

EXTENSION OF THE INITIAL ORDER

2. The Initial Order, including the stay of proceedings provided for therein, as further extended by the Subsequent Orders, is confirmed and extended and shall continue to apply in accordance with its terms and conditions, save as amended by this and any other Order of this Court, until 11:59 p.m. on Monday, October 1, 2018.

APPROVAL OF THE REPORTS AND ACTIVITIES OF THE MONITOR

3. The Eighth Report of the Monitor, Deloitte Restructuring Inc. (the "Monitor"), and the conduct and activities of the Monitor described therein are hereby approved.

APPROVAL OF THE FEES AND DISBURSEMENTS OF THE MONITOR AND ITS LEGAL COUNSEL

4. The fees and disbursements of the Monitor for the period of November 29, 2017 to May 16, 2018, and those of its legal counsel, MLT Aikins LLP, for the period of November 29, 2017 to May 8, 2018, as more particularly described in the Eighth Report of the Monitor are hereby approved.

SEALING OF CONFIDENTIAL DOCUMENTS

5. The Confidential Supplement to the Fourth Supplementary Affidavit of David Calyniuk sworn May 29, 2018 and filed in these proceedings, including the exhibits

thereto (collectively, the “**Confidential Documents**”), shall be kept sealed and confidential, and shall not form part of the public record but shall be kept separate and apart from the other contents of the Court file in respect of this matter in a sealed envelope which sets out the style of cause of these proceedings and a statement that the contents thereof are subject to a Sealing Order, and shall not be opened except by the Honourable Mr. Justice G.A. Meschishnick, further order of the Court, or following:

- (a) written notice from the Applicants or the Monitor that the particulars of the Amended Willows Concept Plan have become public such that the same are no longer confidential; and
- (b) 60 days having passed since the issuance of an order confirming the sale of the Campus and Orr Centre (as those terms are defined in the affidavits of John Orr), or alternatively written notice from the Applicants or Monitor that no such sale is likely to occur.

ISSUED at the City of Saskatoon, in the Province of Saskatchewan, this 1st day of May, 2018.

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DEPUTY LOCAL REGISTRAR

This Order was delivered by:

Name of firm:	McDougall Gauley LLP
Name of lawyer in charge of file:	Ian A. Sutherland / Craig Frith
Address of legal firm:	500-616 Main Street Saskatoon, SK S7H 0J6
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TO: ALL PARTIES ON THE ATTACHED SERVICE LIST

SCHEDULE "A" – SERVICE LIST

PARTY	COUNSEL
<p>101133330 Saskatchewan Ltd. and 101149825 Saskatchewan Ltd.</p>	<p><u>Attention: Ian Sutherland</u> McDougall Gauley LLP 500 – 616 Main Street Saskatoon, SK S7H 0J6 Phone: (306) 665-5417 FAX: (306) 664-4431 Email: isutherland@mcdougallgauley.com</p> <p><u>Attention: Craig Frith</u> McDougall Gauley LLP 500 – 616 Main Street Saskatoon, SK S7H 0J6 Phone: (306) 665-5432 FAX: (306) 664-4431 Email: cfrith@mcdougallgauley.com</p>
<p>Firm Capital Corp.</p>	<p><u>Attention: David Gerecke</u> Miller Thomson LLP 300, 15 – 23rd Street East Saskatoon, SK S7K 0H6 Phone: (306) 667-5615 FAX: (306) 652-1586 Email: dgerecke@millerthomson.com</p>
<p>Deloitte Restructuring Inc.</p>	<p><u>Attention: Jeff Lee, O.C.</u> MacPerson Leslie & Tyerman LLP 1500, 410 – 22nd Street East Saskatoon, SK S7K 5T6 Phone: (306) 975-7136 FAX: (306) 975-7145 Email: jmlee@mlt.com Email: polfert@mlt.com</p>
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Atlantic (HS) Financial Corporation	<p>Attention: Frank Pa 211 – 80 Acadia Ave Markham, ON L3R 9V1 Phone: (905) 940-2783 Email: frankpa@atlfn.com</p>
Affinity Credit Union	<p>Attention: <u>Randall M. Sandbeck, Q.C.</u> 1000 – 2002 Victoria Avenue Regina, SK S4P 0R7 Phone: (306) 347-2105 FAX: (306) 352-0771 Email: rsandbeck@owzw.com Attention: <u>Shelley Joyce</u> Phone: (306) 347-2109 Email: sjoyce@owzw.com</p>
SaskPower	<p>Attention: <u>Anne Laliberte</u> Phone: 1-888-757-6937 (option 1,1,4&5) FAX: (306) 566-2430 Email: estatesandinsolvencies@saskpower.com</p>
SaskEnergy	<p>Attention: <u>Florence Goertz</u> 900 – 1777 Victoria Avenue Regina, SK S4P 4K5 Phone: (306) 777-9321 FAX: (306) 777-9223 Email: collections@saskenergy.com Email: FGoertz@saskenergy.com</p>
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Canadian Western Trust Company	<p>Attention: <u>M. Kim Anderson, Q.C.</u> Robertson Stromberg LLP Suite 600, 105 – 21st Street East Saskatoon, Saskatchewan S7K 0B3 Email: mk.anderson@rslaw.com</p>
City of Regina	<p>Attention: <u>Jana-Marie Odling</u> City of Regina 2476 Victoria Avenue PO Box 1790 Regina, Saskatchewan S4P 3L8 Email: jodling@regina.ca</p>

Atlas Sanitary Sewer Services	<p><u>Attention: Joy White</u> 2333 6th Avenue Regina, Saskatchewan S4R 1B4 Email: joy.atlas@sasktel.net</p>
Prairie Meats	<p><u>Attention: Kelly Leahy</u> 2450 Dudley Street Saskatoon, Saskatchewan S7M 5S9 Email: kelly@prairiemeats.ca</p>
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GV Audio Inc.	<p><u>Attention: Derek Gould</u> 1355 Scarth Street Regina, Saskatchewan S4R 2E7 Email: derekg@gvaudio.ca</p>
D-Code Engineering Ltd.	<p><u>Attention: Lara DeRosier</u> 306 Dore Way Saskatoon, Saskatchewan S7K 4Y2 Email: dcodeengineering@sasktel.net</p>
SaskTel	<p><u>Attention: F. Pelletier</u> 12th Floor, 2121 Saskatchewan Drive Regina, Saskatchewan S4P 3Y2 Facsimile: 877-790-0011</p>
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Western Litho Printers	<u>Attention: Terry Leigh</u> 300 Dewdney Avenue Regina, Saskatchewan S4N 0E3 Email: terry@westernlitho.ca
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Saskatchewan Workers Compensation Board	<p>Attention: <u>Dean Marcia</u> 200 – 1881 Scarth Street Regina, Saskatchewan S4P 4L1 Email: dmarcia@wcbask.com</p>
Access Communications	<p>Attention: <u>Laurie Nickel</u> 2250 Park Street Regina, Saskatchewan S4N 7K7 Email: laurie.nickel@myaccess.coop</p>
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