

**Form 6-5**  
(Subrule 6-5(1))

**COURT FILE NUMBER**            **Q.B.G. 643 of 2016**

**COURT OF QUEEN'S BENCH FOR SASKATCHEWAN**  
**IN BANKRUPTCY AND INSOLVENCY**

**JUDICIAL CENTRE**            **SASKATOON**

**APPLICANT**                    **101133330 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.**

**NOTICE OF APPLICATION**

**NOTICE TO RESPONDENT**

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 House, 520 Spadina Crescent East<br>Saskatoon, Saskatchewan |
| Date  | Wednesday, June 26, 2019  |
| Time  | 9:00 am   |

*(Read the Notice at the end of this document to see what else you can do and when you must do it.)*

1. Capitalized terms not otherwise defined in this Order shall have the meanings given to them in the Order of the Honourable Justice N.G. Gabrielson dated May 20, 2016 (the "**Initial Order**") and the DIP Facility Order dated May 20, 2016, as well as the Orders of the Honourable Justice G.A. Meschishnick dated:

- (a) June 13, 2016, August 17, 2016, and December 22, 2016;
- (b) May 31, 2017 and December 20, 2017;
- (c) June 1, 2018 and August 30, 2018; and
- (d) February 22, April 26, and May 27, 2019.

(All orders following the Initial Order are hereafter sometimes referred to collectively as the "**Subsequent Orders.**")

**Remedy claimed or sought:**

2. The Monitor in these proceedings, Deloitte Restructuring Inc. (the "**Monitor**"), seeks an Order:
  - (a) approving the actions and proposed courses of action of the Monitor (collectively, the "**Actions of the Monitor**") to date in relation to the discharge of its duties and mandate as Monitor pursuant to the Initial Order and the Subsequent Orders (collectively, the "**Monitor's Mandate**");
  - (b) approving the professional fees and disbursements of the Monitor and its legal counsel;
  - (c) terminating the proceedings pursuant to *The Companies' Creditors Arrangement Act*, RSC 1985, c C-36 (the "**CCAA**") in respect of 101133330 Saskatchewan Ltd. (the "**Debtor**");
  - (d) discharging Deloitte Restructuring Inc. as Monitor of these CCAA proceedings;
  - (e) adjudging and declaring that:
    - (i) the Monitor has acted honestly and in good faith, and has carried out the Monitor's Mandate in a commercially reasonable manner;
    - (ii) the Monitor has satisfied all of its duties and obligations pursuant to the Monitor's Mandate;
    - (iii) the Monitor shall not be liable for any act or omission arising from, relating to or in connection with its discharge of the Monitor's Mandate, save and except for any liability arising out of fraud, gross negligence or willful misconduct on the part of the Monitor;
    - (iv) the Monitor has never had and shall not in the future have any liability in regard to any act or omission of the Debtor, including, without limitation, in relation to the business of the Debtor, payment of and/or accounting for any taxes (including, without limitation, goods and services tax) on revenues earned or any indebtedness or obligations whatsoever or howsoever incurred by the Debtor; and
    - (v) no person shall commence an action or proceeding asserting a claim against the Monitor arising from, relating to or in connection with its discharge of the Monitor's Mandate without first obtaining an Order of this Honourable Court (on notice to the Monitor) granting such person leave to commence such action or proceeding, and any such action or proceeding commenced without such leave being obtained is a nullity;
  - (f) extinguishing, subject to the foregoing, any claims against the Monitor in connection with the Monitor's Mandate; and

- (g) certain further and other relief ancillary to the foregoing as more particularly set out in the Draft Order (Termination of Proceedings and Discharge of Monitor) filed concurrently herewith.
3. Such further and other relief as counsel may request and this Honourable Court may allow.

**Grounds for making this application:**

4. On June 14, 2019, 101133330 Saskatchewan Ltd. (the "**Debtor**") sold certain real property in Regina, Saskatchewan known as the "**Orr Centre**".
5. The sale of the Orr Centre was the last significant task with respect to which the Debtor required the protection of the CCAA, and which required the oversight of the Monitor.
6. The Monitor is in the process of effecting the final distributions of funds contemplated in the Order (Ninth Extension, Sale, Approval, Vesting and Distribution Order) granted by the Honourable Mr. Justice G.A. Meschishnick in these proceedings on April 26, 2019. Once these, and certain other matters more particularly described in the Thirteenth Report of the Monitor dated June 21, 2019, are complete, there will be nothing further for the Monitor to do in the exercise of the Monitor's Mandate. Accordingly, the Monitor is seeking to be discharged.
7. In the interest of minimizing professional fees in the final stages of this matter, and with the assent of the Debtor, the Monitor is concurrently applying to have these proceedings terminated.
8. Such further and other grounds as counsel may advise and this Honourable Court may allow.

**Material or evidence to be relied on:**

9. This Notice of Application, with proof of service;
10. Thirteenth Report of the Monitor dated June 21, 2019;
11. Draft Order (Termination of Proceedings and Discharge of Monitor)
12. Redline showing changes to the proposed form of Draft Order from the recently adopted Saskatchewan Template Distribution and Discharge Order; and
13. Such further and other materials as counsel may advise and this Honourable Court may allow.

**Applicable Acts and regulations:**

14. *The Companies' Creditors Arrangement Act*, RSC 1985, c C-36.

DATED at Saskatoon, Saskatchewan, this 21st day of June, 2019.

**MLT AIKINS LLP**

Per: 

Jeffrey M. Lee, Q.C. and Paul Olfert, Counsel for  
the Monitor, Deloitte Restructuring Inc.

**NOTICE**

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

**CONTACT INFORMATION AND ADDRESS FOR SERVICE:**

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|----------------------------|---|
| Name of the firm:          | MLT Aikins LLP                                |
| Lawyer in charge of file : | Jeffrey M. Lee Q.C. / Paul Olfert             |
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| File No:                   | 56074.9                                       |