

COURT FILE NUMBER      Q.B. No. 1693 of 2017

COURT OF QUEEN'S BENCH FOR SASKATCHEWAN

JUDICIAL CENTRE      SASKATOON

APPLICANTS      COPPER SANDS LANDS CORP., WILLOW RUSH  
DEVELOPMENT CORP., MIDTDAL DEVELOPMENTS &  
INVESTMENTS CORP., PRAIRIE COUNTRY HOMES LTD.  
JJL DEVELOPMENTS & INVESTMENTS CORP. and MDI  
UTILITY CORP.

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

AND IN THE MATTER OF A PROPOSED PLAN OF ARRANGEMENT FOR THE CREDITORS  
OF COPPER SANDS LAND CORP.,  
WILLOW RUSH DEVELOPMENT CORP., MIDTDAL DEVELOPMENTS & INVESTMENTS  
CORP., PRAIRIE COUNTRY HOMES LTD.,  
JJL DEVELOPMENTS & INVESTMENTS CORP. and MDI UTILITY CORP.

**NOTICE OF APPLICATION**

(Extension of Second Amended and Restated Initial Order and other relief)

**NOTICE TO THOSE PARTIES IDENTIFIED ON THE ATTACHED SERVICE LIST**

This application is made by Industrial Properties Regina Limited and 101297277 Saskatchewan Ltd. ("7277"). 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 520 Spadina Crescent East Saskatoon, Saskatchewan
Date	Wednesday, February 12, 2020
Time	10:00 a.m.

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

**Remedy claimed or sought:**

1. An Order extending the Amended and Restated Initial Order granted July 5, 2018 in these proceedings by the Honourable Mr. Justice N.G. Gabrielson (the "**Initial Order**") pursuant to the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36 (the "**CCAA**"), as most recently amended by the Order of the Honourable Mr. Justice N.G.

Gabrielson granted January 10, 2020 and the stay of proceedings provided until February \_\_, 2020.

2. 1012977277 Saskatchewan Ltd. (“7277”) also seeks an adjournment of the applications made by it in its Notice of Application dated November 4, 2019.

**Grounds for making this application:**

3. 7277 has negotiated a form of Offer to Purchase with the Selling Officer appointed by this Honourable Court to conduct a sales process of the remaining assets of the Applicant, Copper Sands Land Corp., which was based upon a form of offer that would be treated on a Stalking Horse basis, and copies thereof have been provided to counsel for the Monitor and to counsel for the Applicants on or about February 6, 2020.
4. Concerns with the approach proposed by 7277 have been raised by the Monitor and the Applicants and the Secured Lenders, the Monitor and potentially the Applicants are working to determine if there is a way which would be acceptable to them to proceed with a sale of the aforementioned assets by the Selling Officer on a somewhat different basis. As a consequence thereof, and to allow the parties to be more fully prepared to present their positions to the extent that matters cannot be resolved in such discussions, an extension of the stay of proceedings in this CCAA proceeding is being requested.
5. An Order abridging the time for service of this Notice of Application was granted on February 10, 2020 but as that was occurring, discussions between counsel for the Monitor and counsel for the Senior Creditors were occurring to attempt to reach some common ground on the sale of the aforementioned assets. The said Order also required service of the Notice of Application returnable February 12 to be completed by 12:00 noon on February 10, and a draft form of that Notice of Application was included in the Application without Notice for the grant of the aforementioned Order abridging time for service, which draft Notice of Application is not now what 7277 is seeking.

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

- (a) This Notice of Application;
- (b) Draft Order for extension of the stay of proceedings;
- (c) Order of Mr. Justice N.G. Gabrielson granted February 10, 2020 abridging time for service; and
- (d) Such further and other material as this Honourable Court may allow.

**Applicable Acts and regulations:**

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

DATED at Regina, Saskatchewan, this 10th day of February, 2020.

**MILLER THOMSON LLP**

Per: 

Rick M. Van Beselaere, Q.C.,  
Solicitors for 101297277 Saskatchewan Ltd.

**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**

**If prepared by a lawyer for the party:**

Name of firm:	<u>Miller Thomson LLP</u>
Name of lawyer in charge of file:	<u>Rick Van Beselaere, Q.C.</u>
Address of legal firm:	<u>Bank of Montreal Building</u> <u>2103-11th Avenue, Suite 600</u> <u>REGINA, SK S4P 3Z8</u> <i>(set out the street address)</i>
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File number:	<u>0209995.0001 RMV</u>