

COURT FILE NO.: 2401-15969  
COURT COURT OF KING'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY

Clerk's Stamp



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 ANGUS A2A GP INC., ANGUS MANOR PARK A2A  
GP INC., ANGUS MANOR PARK A2A CAPITAL CORP., ANGUS  
MANOR PARK A2A DEVELOPMENTS INC., HILLS OF WINDRIDGE  
A2A GP INC., WINDRIDGE A2A DEVELOPMENTS, LLC, FOSSIL  
CREEK A2A GP INC., FOSSIL CREEK A2A DEVELOPMENTS, LCC,  
A2A DEVELOPMENTS INC., SERENE COUNTRY HOMES (CANADA)  
INC. and A2A CAPITAL SERVICES CANADA INC.

APPLICANT

**ALVAREZ & MARSAL CANADA INC.**, in its capacity as Court-appointed  
Monitor of ANGUS A2A GP INC., ANGUS MANOR PARK A2A GP INC.,  
ANGUS MANOR PARK A2A CAPITAL CORP., ANGUS MANOR PARK  
A2A DEVELOPMENTS INC., HILLS OF WINDRIDGE A2A GP INC.,  
WINDRIDGE A2A DEVELOPMENTS, LLC, FOSSIL CREEK A2A GP  
INC., FOSSIL CREEK A2A DEVELOPMENTS, LCC, A2A  
DEVELOPMENTS INC., SERENE COUNTRY HOMES (CANADA) INC.  
and A2A CAPITAL SERVICES CANADA INC.

DOCUMENT

**APPLICATION**

ADDRESS FOR  
SERVICE AND  
CONTACT  
INFORMATION  
OF PARTY  
FILING THIS  
DOCUMENT

Cassels Brock & Blackwell LLP  
Suite 3810, Bankers Hall West  
888 3<sup>rd</sup> Street SW  
Calgary, Alberta, T2P 5C5

Telephone: 403 351 2920/ 403 351 2922

Facsimile: 403 648 1151

Email: [joliver@cassels.com](mailto:joliver@cassels.com) / [dmarechal@cassels.com](mailto:dmarechal@cassels.com)

File No.: 57100-4

**Attention: Jeffrey Oliver/Danielle Marechal**

**NOTICE TO THE RESPONDENTS AND SERVICE LIST IN SCHEDULE "B"**

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

You have the right to state your side of this matter before the judge.

To do so, you must be in Court when the application is heard as shown below:

Date	November 29, 2024
Time	9:00 a.m. MST
Where	Calgary Courts Centre <a href="https://albertacourts.webex.com/meet/virtual.courtroom16">https://albertacourts.webex.com/meet/virtual.courtroom16</a>

Before Whom                      The Honourable Justice Simard

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

**Remedy claimed or sought:**

1. Alvarez & Marsal Canada Inc. ("**A&M**"), in its capacity as monitor (in such capacity, the "**Monitor**") of the Debtor Companies (as defined in **Schedule "A"** hereto) seeks, among other things:
  - (a) an Order under the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended (the "**CCAA**"), substantially in the form attached hereto as **Schedule "C"**, among other things:
    - (i) abridging the time for service and deeming service of this Application and supporting materials to be good and sufficient;
    - (ii) granting an increase in Authorized Borrowings (as defined herein) under the Interim Lending Facility (as defined herein) to a maximum principal amount of \$1,250,000 and granting a corresponding increase to the Interim Lender's Charge (as defined herein);
  - (b) such further and other relief as this Honourable Court deems appropriate.

**Grounds for making this application:**

**Background**

2. On November 14, 2024, on application by an ad hoc group of Canadian investors in various real estate and land investment projects (the "**Applicant Investors**"), this Honourable Court granted an initial order (the "**Initial Order**") providing protection to the Debtor Companies (as defined in the Initial Order) under the CCAA granting the following relief, among other things:
  - (a) appointing A&M as Monitor of the Debtor Companies with certain enhanced powers;
  - (b) granting a stay of proceedings for an initial period up to and including November 24, 2024 (the "**Stay Period**") with respect to the Debtor Companies and the Affiliated Entities (as defined in **Schedule "A"** hereto);
  - (c) appointing Fasken Martineau DuMoulin LLP as representative counsel for the Canadian investors (in such capacity, the "**Canadian Representative Counsel**");

- (d) appointing Norton Rose Fulbright Canada LLP as representative counsel for the investors outside of Canada (in such capacity, the "**Foreign Representative Counsel**", and together with Canadian Representative Counsel, "**Representative Counsel**");
  - (e) authorizing the Monitor, on behalf of the Debtor Companies, to enter into an interim financing agreement with Pillar Capital Corp. ("**Pillar**" or the "**Interim Lender**") and to borrow from Pillar the initial principal amount of \$500,000 with the ability in the future to borrow up to \$2,000,000;
  - (f) granting the following charges over the Property in the following relative priorities:
    - (i) First – a charge in favour of the Monitor, its legal counsel and Representative Counsel (the "**Administration Charge**") to a maximum amount of \$250,000; and
    - (ii) Second – a charge in favour of Pillar in respect of the Interim Financing to a maximum amount of \$500,000 (the "**Interim Lender's Charge**");(collectively, the "**Charges**"); and
  - (g) authorizing the Monitor to act as "Foreign Representative" of the A2A Group, in order to apply for a Temporary Restraining Order in the US and subsequently apply to commence ancillary insolvency proceedings under Chapter 15 of Title 11 of the US Bankruptcy Code in the US Bankruptcy Court for the Northern District of Texas.
3. On November 18, 2024, the Monitor filed an application returnable on November 21, 2024, seeking an amended and restated initial in these CCAA proceedings.
4. On November 21, 2024, this Honorable Court granted an Order extending the Stay Period up to and including November 26, 2024, and reserved its decision until November 25, 2024, at 2:00 p.m. MST.
5. On November 25, 2024, this Honourable Court granted an amended and restated initial order (the "**ARIO**") under the CCAA, among other things, extending the Stay Period up to and including December 18, 2024, adjourning certain relief under the Comeback Application to Wednesday, December 18, 2024, at 10:00 am MST (the "**Continuation Date**"), and directing the Monitor to provide the a Second Report of the Monitor by Thursday November 28, 2024 at 4:00 pm MST for the purpose of providing the Court with the following:
- (a) the expenditures and accruals to date of the Monitor, Monitor's Counsel, and Representative Counsel; and

- (b) a revised cash flow statement listing all proposed expenditures of the Monitor, Monitor's Counsel, and Representative Counsel until and including the Continuation Date.
- 6. Capitalized terms not otherwise defined herein shall have the meaning given to such terms in the ARIO.

**Increase to the Interim Lender's Charge**

- 7. Pursuant to the Term Sheet between the Interim Lender and the Monitor the Monitor, on behalf of the Debtor Companies, is permitted to borrow up to \$2,000,000 from the Interim Lender (the **"Interim Lending Facility"**).
- 8. Pursuant to paragraph 51 of the ARIO, the Monitor, on behalf of the Debtor Companies and Affiliate Entities, is authorized and empowered to borrow under the Interim Lending Facility to finance working capital requirements, general corporate purposes and capital expenditures, provided that the borrowings under the Interim Lending Facility do not exceed \$500,000 (the **"Authorized Borrowings"**).
- 9. The Monitor has reviewed the terms and economics within the Term Sheet and is of the view that it is commercially reasonable in the circumstances, including the annual interest rate and the Interim Lender's Charge.
- 10. The increase in the Interim Lender's Charge will further assist in ensuring that the Business and the Property remain viable and marketable during the Stay Period. The failure to increase the Interim Lender's Charge will result in the Debtor Companies, via the enhanced power of the Monitor, being unable to have sufficient capital to cover the expenses of the Business and the protect the value of the Property for the benefit of all stakeholders for the duration of the Stay Period.
- 11. Accordingly, to pay necessary operational expenses as they become due, the Monitor, on behalf of the Debtor Companies, requires an increase in the Authorized Borrowings and the Interim Lender's Charge from \$500,000 to \$1,250,000.

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

- 12. Pre-Filing Report of the Proposed Monitor dated November 12, 2024;
- 13. Consent to Act as Monitor and Receiver executed by a duly authorized representative of A&M, filed November 14, 2024;
- 14. First Report of the Monitor, dated November 20, 2024;

15. First Supplement to the First Report of the Monitor dated November 21, 2024;
16. Second Supplement to the First Report of the Monitor dated November 25, 2024;
17. Second Report of the Monitor dated November 28, 2024;
18. Such further and other material or evidence as counsel may advise and this Honourable Court permits.

**Applicable Acts and regulations:**

19. *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended, in particular sections 2 to 5, 11, 11.001, 11.02, 11.2, 11.7, 11.23, 11.52, and 18.6;
20. *Trustee Act*, SA 2022, c T-8.1 and in particular, section 20;
21. *Trustee Act*, RSO 1990, c T.23 and in particular, section 5(1);
22. *Alberta Rules of Court*, AR 124/2010 and in particular, Rule 13.5;
23. Such further and other legislation as counsel may advise and this Honourable Court permits.

**How the application is proposed to be heard or considered:**

24. Via Webex, on the Calgary Commercial List before the Honourable Justice Simard.

**WARNING**

You are named as a respondent because you have made or are expected to make an adverse claim in respect of 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 and against all persons claiming under the applicant. You will be bound by any order the Court makes, or another order might be given or other proceedings taken which the applicant is entitled to make without any further notice to you.

If you want to take part in the application, you or your lawyer must attend in Court **[or via Webex]** on the date and at the time shown at the beginning of this form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant a reasonable time before the application is to be heard or considered.

**SCHEDULE “A”**

- (a) Angus A2A GP Inc. (“**Angus GP**”);
  - (b) Angus Manor Park A2A GP Inc. (“**Angus Manor GP**”);
  - (c) Angus Manor Park A2A Capital Corp. (“**Angus Manor Capital**”);
  - (d) Angus Manor Park A2A Developments Inc. (“**Angus Manor Developments**”);
  - (e) Hills of Windridge A2A GP Inc. (“**Windridge GP**”);
  - (f) Windridge A2A Developments, LLC (“**Windridge Developments**”);
  - (g) Fossil Creek A2A GP Inc. (“**Fossil Creek GP**”);
  - (h) Fossil Creek A2A Developments, LLC (“**Fossil Creek Developments**”);
  - (i) A2A Developments Inc. (“**Developments**”);
  - (j) Serene Country Homes (Canada) Inc. (“**Serene**”); and
  - (k) A2A Capital Services Canada Inc. (“**A2A CSC**”),
- (collectively, the “**Debtor Companies**”).

- (a) Angus A2A Limited Partnership (“**Angus LP**”);
  - (b) Angus Manor Park A2A Limited Partnership (“**Angus Manor LP**”);
  - (c) Hills of Windridge A2A LP (“**Windridge LP**”);
  - (d) Hills of Windridge A2A Trust (“**Windridge Trust**”);
  - (e) Fossil Creek A2A Limited Partnership (“**Fossil Creek LP**”);
  - (f) Fossil Creek A2A Trust (“**Fossil Creek Trust**”),
- (collectively, the “**Affiliate Entities**”).

**SCHEDULE "B"**

**SERVICE LIST**

**SCHEDULE "A" – SERVICE LIST**

**Action No. 2401-15969**

**Last Update Nov. 29, 2024**

SERVICE RECIPIENT	RECIPIENT STATUS	SERVICE VIA
<b>FASKEN MARTINEAU DUMOULIN LLP</b> First Canadian Centre 350 - 7 <sup>th</sup> Avenue SW, Suite 3400 Calgary, AB T2P 3N9 <b>Attention: Robyn Gurofsky</b> Email: <a href="mailto:rgurofsky@fasken.com">rgurofsky@fasken.com</a> <b>Attention: Kaitlyn Wong</b> Email: <a href="mailto:kwong@fasken.com">kwong@fasken.com</a> <b>Assistant: Kim Picard</b> Email: <a href="mailto:kpocard@fasken.com">kpocard@fasken.com</a>	Representative Counsel to Canadian Investors	Email
<b>NORTON ROSE FULBRIGHT CANADA LLP</b> 400 3 <sup>rd</sup> Ave SW, Suite 3700 Calgary AB T2P 4H2 <b>Attention: Howard Gorman</b> Email: <a href="mailto:howard.gorman@nortonrosefulbright.com">howard.gorman@nortonrosefulbright.com</a>	Representative Counsel to Offshore Investors	Email
<b>AZIMUTH RISK MANAGEMENT LTD.</b> 710, 7015 Macleod Trail SW Calgary, AB T2H 2K6 <b>Attention: David Murphy</b> Email: <a href="mailto:dmurphy@foxbridgegroup.com">dmurphy@foxbridgegroup.com</a>		Email
<b>PILLAR CAPITAL CORP.</b> Parkside Place Suite 920, 602 – 12th Avenue S.W. Calgary, AB T2R 1J3 <b>Attention: Steve Dizep</b> Email: <a href="mailto:sdizep@pillarcapitalcorp.com">sdizep@pillarcapitalcorp.com</a> <b>Attention: Rick Lutz</b> Email: <a href="mailto:rlutz@pillarcapitalcorp.com">rlutz@pillarcapitalcorp.com</a> <b>Attention: Keaton O'Brien</b> Email: <a href="mailto:kobrien@pillarcapitalcorp.com">kobrien@pillarcapitalcorp.com</a>	Interim Lender	Email
<b>CASSELS</b> Suite 3810, Bankers Hall West 888 3rd Street SW Calgary AB T2P 5C5 <b>Attention: Jeffrey Oliver</b> Email: <a href="mailto:joliver@cassels.com">joliver@cassels.com</a> <b>Attention: Danielle Marechal</b> Email: <a href="mailto:dmarechal@cassels.com">dmarechal@cassels.com</a> <b>Attention: Natalie Thompson</b> Email: <a href="mailto:nthompson@cassels.com">nthompson@cassels.com</a> <b>Attention: Danica Jorgenson</b> Email : <a href="mailto:djorgenson@cassels.com">djorgenson@cassels.com</a> <b>Assistant: Angeline Gagnon</b> Email: <a href="mailto:agagnon@cassels.com">agagnon@cassels.com</a>	Counsel to Alvarez & Marsal Canada Inc.	Email



SERVICE RECIPIENT	RECIPIENT STATUS	SERVICE VIA
<b>TORYS</b> 525 – 8th Avenue S.W., 46th Floor Eighth Avenue Place East Calgary, AB T2P 1G1 Canada <b>Attention: Kyle Kashuba</b> Email: <a href="mailto:kkashuba@torys.com">kkashuba@torys.com</a>	Counsel to Pillar Capital, the Interim Lender	Email
<b>REED SMITH LLP</b> 2850 N Harwood St Suite 1500, Dallas, TX 75201, United States <b>Attention: Keith Aurzada</b> Email: <a href="mailto:KAurzada@reedsmith.com">KAurzada@reedsmith.com</a> <b>Attention: Michael Cooley</b> Email: <a href="mailto:mpcooley@reedsmith.com">mpcooley@reedsmith.com</a>	US Counsel to Alvarez & Marsal Canada Inc.	Email
<b>ALVAREZ &amp; MARSAL CANADA INC.</b> Suite 1110, 250 6 <sup>th</sup> Ave SW 888 3rd Street SW Calgary AB T2P 3H7 <b>Attention: Orest Konowalchuk</b> Email: <a href="mailto:okonowalchuk@alvarezandmarsal.com">okonowalchuk@alvarezandmarsal.com</a> <b>Attention: Duncan MacRae</b> Email: <a href="mailto:dmacrae@alvarezandmarsal.com">dmacrae@alvarezandmarsal.com</a>	Monitor	Email
<b>METCALFE, BLAINEY &amp; Burns LLP</b> 18 Crown Steel Dr #202 Markham, ON L3R 9X9 <b>Attention: Sammy Lee</b> Email: <a href="mailto:sammylee@mbb.ca">sammylee@mbb.ca</a> <b>Attention: Jonathan Ku</b> Email: <a href="mailto:jonathanku@mbb.ca">jonathanku@mbb.ca</a> <b>Attention: Stephen Barbier</b> Email: <a href="mailto:stephenbarbier@mbb.ca">stephenbarbier@mbb.ca</a>	ON Counsel to A2A Group	Email
<b>MILES DAVIDSON LLP</b> 900, 517 – 10 Avenue SW Calgary, AB T2R 0A8 <b>Attention: Daniel Jukes</b> Email: <a href="mailto:djukes@milesdavidson.com">djukes@milesdavidson.com</a>	Co-Counsel with A2A Group ON	Email
<b>ANGUS A2A GP INC.</b> 1600, 333 – 7 <sup>th</sup> Ave SW Calgary, AB T2P 2Z1 Email: <a href="mailto:cores@burstall.com">cores@burstall.com</a>	Respondent	Email
<b>ANGUS MANOR PARK A2A GP INC.</b> 1600, 333 – 7 <sup>th</sup> Ave SW Calgary, AB T2P 2Z1 Email: <a href="mailto:cores@burstall.com">cores@burstall.com</a>	Respondent	Email

SERVICE RECIPIENT	RECIPIENT STATUS	SERVICE VIA
<b>ANGUS MANOR PARK A2A DEVELOPMENTS INC.</b> 2030 Bristol Circle, 210 Oakville, ON L6H 6P5	Respondent	Courier
<b>HILLS OF WINDRIDGE A2A TRUST</b> Registered and Head office of the trust: 250 Ferrand Drive, Suite 888 Toronto ON M3C 3G8	Respondent	Courier
<b>WINDRIDGE A2A DEVELOPMENTS, LLC</b> <b>c/o</b> Bodkin, Niehaus, Dorris, and Jolley PLLC 111, 6021 Morriss Road Flower Mound TX, 75028  <b>Attention: Nick Lind</b> Email: <a href="mailto:info@tbtextlaw.com">info@tbtextlaw.com</a>	Respondent	Courier/Email
<b>HILLS OF WINDRIDGE A2A GP INC.</b> 2030 Bristol Circle Oakville, ON L6H 6P5	Respondent	Courier
<b>FOSSIL CREEK A2A GP INC.</b> Suite 900, 744 – 4 Ave SW Calgary, AB T2P 3T4 Email: <a href="mailto:allan.lind@serenehomes.com">allan.lind@serenehomes.com</a>	Respondent	Email
<b>FOSSIL CREEK A2A DEVELOPMENTS, LLC</b> <b>c/o</b> Bodkin, Niehaus, Dorris, and Jolley PLLC 111, 6021 Morriss Road Flower Mound TX, 75028  <b>Attention: Nick Lind</b> Email: <a href="mailto:info@tbtextlaw.com">info@tbtextlaw.com</a>	Respondent	Courier/Email
<b>FOSSIL CREEK A2A TRUST</b> Registered and Head office of the trust: <del>Suite 900, 744 – 4<sup>th</sup> Avenue SW</del> <del>Calgary AB T2P 3T4</del>	Respondent	Courier
<b>A2A DEVELOPMENTS INC.</b> 2030 Bristol Circle, 210 Oakville, ON L6H 6P5	Respondent	Courier
<b>SERENE COUNTRY HOMES (CANADA) INC.</b> 250 Ferrand Drive, 301 Toronto, ON M3C 3G8	Respondent	Courier
<b>A2A CAPITAL SERVICES CANADA INC.</b> <del>744 Fourth Avenue, Suite 900</del> <del>Calgary, AB T2P 3T4</del>	Respondent	Courier

SERVICE RECIPIENT	RECIPIENT STATUS	SERVICE VIA
<b>CANADA REVENUE AGENCY</b> Surrey National Verification and Collections Centre 9755 King George Boulevard Surrey BC V3T 5E1 Fax (toll-free): 1-833-697-2390	CRA	Fax
<b>OFFICE OF THE SUPERINTENDENT OF BANKRUPTCY</b> Harry Hays Building 220 4th Ave SE, Suite 478 Calgary AB T2G 4X3  Email: <a href="mailto:osbservice-bsfservice@ised-isde.gc.ca">osbservice-bsfservice@ised-isde.gc.ca</a>	OSB	Email
<b>GRAYSON AMBROSE</b> 234 Evanscreek Court NW Calgary, AB T3P 1H4  Email: <a href="mailto:grayson@dalcastle.ca">grayson@dalcastle.ca</a>	Director	Email
<b>LUKE MICHAEL KOK MENG FOO</b> 54 Coronation Rd West #01-01 Singapore 269266, Singapore	Director	Courier
<b>JOSEPH F. ATTRUX</b> 11425 Coburn Hills Pass Fort Worth, TX 76108, USA  2030 Bristol Circle, 210 Oakville, ON L6H 6P5  Email: <a href="mailto:joe.attrux@rccconsulting.ca">joe.attrux@rccconsulting.ca</a>	Director and Officer	Email/Courier
<b>ALLAN WHITEFORD LIND</b> 121 Meyer Rd, The Makena #10-08 Singapore, 437932, Singapore  7340 Cascade Court Unit 1122 Forth Worth, TX 76137, USA  Email: <a href="mailto:allan.lind@serenehomes.com">allan.lind@serenehomes.com</a>	Director and Officer	Email
<b>ANNE LAW</b> 4950 Yonge St, Madison Centre 910 Toronto, ON M2N 6K1	Officer	Courier
<b>DIRK FOO</b> 121 Meyer Rd, 10-08 Singapore, 437932, Singapore  Email: <a href="mailto:dirk.foo@serenehomes.com">dirk.foo@serenehomes.com</a>	Director	Email

SERVICE RECIPIENT	RECIPIENT STATUS	SERVICE VIA
<b>ALEXI OLCHESKI</b> 2011 – 25 <sup>th</sup> Ave SW Calgary, AB T2T 1A6	Director	Courier
<b>REGISTRAR OF CORPORATION ALBERTA REGISTRIES CORPORATIONS BRANCH</b> John E. Brownlee Bldg 10365 – 97 <sup>th</sup> St Edmonton, AB T5J 3W7	AB Corporate Registry	Courier
<b>CORPORATIONS CANADA</b> C.D. Howe Building 235 Queen St Ottawa, ON K1A 0H5  <b>Attention: Rui Xiu Li</b> Email: <a href="mailto:ruixiu.li@ised-isde.gc.ca">ruixiu.li@ised-isde.gc.ca</a> <b>Attention: Kevin Boyler</b> Email: <a href="mailto:kevin.boyler@ised-isde.gc.ca">kevin.boyler@ised-isde.gc.ca</a>	OSB	Email
<b>BUSINESS AND PERSONAL PROPERTY BRANCH</b> 393 University Avenue, Suite 200 Toronto, ON M5G 2M2	ON Business Registry	Courier
<b>BLOOMFIELD HOMES LP</b> 1900 W Kirkwood Blvd. Ste 2300B Southlake, TX 76092	Interested Party	Courier

## EMAIL

[rgurofsky@fasken.com](mailto:rgurofsky@fasken.com)
[kwong@fasken.com](mailto:kwong@fasken.com)
[kpicaard@fasken.com](mailto:kpicaard@fasken.com)  
[howard.gorman@nortonrosefulbright.com](mailto:howard.gorman@nortonrosefulbright.com)
[dmurphy@foxbridgegroup.com](mailto:dmurphy@foxbridgegroup.com)
[sdizep@pillarcapitalcorp.com](mailto:sdizep@pillarcapitalcorp.com)  
[rlutz@pillarcapitalcorp.com](mailto:rlutz@pillarcapitalcorp.com)
[kobrien@pillarcapitalcorp.com](mailto:kobrien@pillarcapitalcorp.com)
[joliver@cassels.com](mailto:joliver@cassels.com)
[dmarechal@cassels.com](mailto:dmarechal@cassels.com)  
[nthompson@cassels.com](mailto:nthompson@cassels.com)
[djorgenson@cassels.com](mailto:djorgenson@cassels.com)
[agagnon@cassels.com](mailto:agagnon@cassels.com)
[kkashuba@torys.com](mailto:kkashuba@torys.com)  
[KAurzada@reedsmith.com](mailto:KAurzada@reedsmith.com)
[mpcooley@reedsmith.com](mailto:mpcooley@reedsmith.com)
[okonowalchuk@alvarezandmarsal.com](mailto:okonowalchuk@alvarezandmarsal.com)  
[dmacrae@alvarezandmarsal.com](mailto:dmacrae@alvarezandmarsal.com)
[sammylee@mbb.ca](mailto:sammylee@mbb.ca)
[jonathanku@mbb.ca](mailto:jonathanku@mbb.ca)
[stephenbarbier@mbb.ca](mailto:stephenbarbier@mbb.ca)  
[djukes@milesdavison.com](mailto:djukes@milesdavison.com)
[cores@burstall.com](mailto:cores@burstall.com)
[cores@burstall.com](mailto:cores@burstall.com)
[info@tbtexlaw.com](mailto:info@tbtexlaw.com)  
[allan.lind@serenehomes.com](mailto:allan.lind@serenehomes.com)
[info@tbtexlaw.com](mailto:info@tbtexlaw.com)
[osbservice-bsfservice@ised-isde.gc.ca](mailto:osbservice-bsfservice@ised-isde.gc.ca)  
[grayson@dalcastle.ca](mailto:grayson@dalcastle.ca)
[ruixiu.li@ised-isde.gc.ca](mailto:ruixiu.li@ised-isde.gc.ca)
[kevin.boyler@ised-isde.gc.ca](mailto:kevin.boyler@ised-isde.gc.ca)  
[dirk.foo@serenehomes.com](mailto:dirk.foo@serenehomes.com)
[allan.lind@serenehomes.com](mailto:allan.lind@serenehomes.com)

## FAX:

1.	<b>CANADA REVENUE AGENCY</b> 1-833-697-2390
----	--

**SCHEDULE "C"**

**ORDER**

Schedule C

Clerk's Stamp

COURT FILE NUMBER 2401-15969

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

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

AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF  
ANGUS A2A GP INC., ANGUS MANOR PARK A2A GP INC., ANGUS  
MANOR PARK A2A CAPITAL CORP., ANGUS MANOR PARK A2A  
DEVELOPMENTS INC., HILLS OF WINDRIDGE A2A GP INC.,  
WINDRIDGE A2A DEVELOPMENTS, LLC, FOSSIL CREEK A2A GP  
INC., FOSSIL CREEK A2A DEVELOPMENTS, LCC, A2A  
DEVELOPMENTS INC., SERENE COUNTRY HOMES (CANADA) INC.  
and A2A CAPITAL SERVICES CANADA INC.

APPLICANT **ALVAREZ & MARSAL CANADA INC.**, in its capacity as Court-appointed  
Monitor of ANGUS A2A GP INC., ANGUS MANOR PARK A2A GP INC.,  
ANGUS MANOR PARK A2A CAPITAL CORP., ANGUS MANOR PARK  
A2A DEVELOPMENTS INC., HILLS OF WINDRIDGE A2A GP INC.,  
WINDRIDGE A2A DEVELOPMENTS, LLC, FOSSIL CREEK A2A GP  
INC., FOSSIL CREEK A2A DEVELOPMENTS, LCC, A2A  
DEVELOPMENTS INC., SERENE COUNTRY HOMES (CANADA) INC.  
and A2A CAPITAL SERVICES CANADA INC.

DOCUMENT **ORDER APPROVING INCREASE TO ADMINISTRATION CHARGE,  
ETC.**

ADDRESS FOR  
SERVICE AND  
CONTACT  
INFORMATION  
OF PARTY  
FILING THIS  
DOCUMENT

Cassels Brock & Blackwell LLP  
Bankers Hall West  
3810, 888 3rd St SW  
Calgary, AB T2P 5C5

E: [joliver@cassels.com](mailto:joliver@cassels.com) / [dmarechal@cassels.com](mailto:dmarechal@cassels.com)  
P: 403 351 2920 / 403 351 2922

**Attention: Jeffrey Oliver / Danielle Marechal**

File no. 57100-4

**DATE ON WHICH ORDER WAS PRONOUNCED:** November 29, 2024

**LOCATION WHERE ORDER WAS PRONOUNCED:** Calgary, Alberta

**JUSTICE WHO MADE THIS ORDER:** The Honourable Justice Simard

**UPON** the application of Alvarez & Marsal Canada Inc. ("**A&M**") in its capacity as the court-appointed  
monitor (in such capacity, the "**Monitor**") with enhanced powers of Angus A2A GP Inc., Angus Manor Park  
A2A GP Inc., Angus Manor Park A2A Capital Corp., Angus Manor Park A2A Developments Inc., Hills of

Windridge A2A GP Inc., Windridge A2A Developments, LLC, Fossil Creek A2A GP Inc., Fossil Creek A2A Developments, LLC, A2A Developments Inc., Serene Country Homes (Canada) Inc., and A2A Capital Services Canada Inc. (together, the “**Debtor Companies**”) (the “**Application**”); **AND UPON** having read the Pre-filing Report of the Monitor dated November 13, 2024, the First Report of the Monitor dated November 20, 2024, the First Supplement to the First Report of the Monitor dated November 21, 2024, the Second Supplement to the First Report of the Monitor dated November 25, 2024, and the Second Report of the Monitor dated November 28, 2024; **AND UPON** reviewing the CCAA Initial Order granted by the Honourable Justice C. Feasby in these proceedings on November 14, 2024 and the Amended and Restated Initial Order granted in these proceedings on November 25, 2024 (the “**ARIO**”); **AND UPON** hearing counsel for the Monitor, Representative Counsel (as defined herein), counsel for the Debtor Companies and any other party in attendance; **AND UPON** being satisfied that it is appropriate to do so;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

**SERVICE**

1. The time for service of the notice of application for this order (the “**Order**”) is hereby abridged and deemed good and sufficient and this application is properly returnable today.

**CAPITALIZED TERMS**

2. Capitalized terms used herein but not otherwise defined in this Order shall have the meaning given to such terms in ARIO.

**INCREASE TO AUTHORIZED BORROWING AND INTERIM LENDER’S CHARGE**

3. The authorized borrowing and the Interim Lender’s Charge set out at paragraphs 51 and 54 of the ARIO respectively, are increased from \$500,000 to \$1,250,000.

**SERVICE AND NOTICE PROTOCOL**

4. This Order shall be served upon those parties listed on the Service List by ordinary mail, courier, or electronic transmission. Service to be deemed effected by the next business day following transmission or delivery of such documents.
5. The Monitor shall post a copy of this Order to the Monitor’s Website for these proceedings:  
[www.alvarezandmarsal.com/a2a](http://www.alvarezandmarsal.com/a2a)

6. Service of this Order to any other party is hereby dispensed with.

---

Justice of the Court of King's Bench of Alberta