

SWAINSON MIKI PESKETT LLP

Suite 2800, Bell Tower
10104 - 103 Avenue NW
Edmonton, Alberta T5J 0H8

P 780-809-7800
F 780-809-7788

Refer To: Christopher M. Young
Direct Line: 780.809.7805
Email: cyoung@smpllp.ca
Your File No.:
Our File No.: 77676-1032

March 4, 2021

To: *SERVICE LIST*

Dear Sir/Madam:

Re: Sunlife Assurance Company of Canada, et. al. v. Sundance Place II Ltd., et. al.
Court File No. 1901 18029
Application by Canada ICI Capital Corporation – March 10, 2021 - 2 p.m.

Enclosed please find, for service upon you, the Application of Canada ICI Capital Corporation in the referenced matter to be heard by the Honourable Mr. Justice D.B. Nixon on March 10, 2021 at 2 p.m. The enclosed Application has been submitted for filing and we will provide you with a filed copy upon receipt of the same.

We understand that Virtual Courtroom 60 has been assigned for this matter, which can be accessed at: <https://albertacourts.webex.com/meet/virtual.courtroom60>.

We trust you will find the enclosed to be in order.

Yours truly,

SWAINSON MIKI PESKETT LLP
Per:


CHRISTOPHER M. YOUNG
CMY/vc
Encl.

ADDRESSES FOR SERVICE
(as at January 11, 2020)

Party	Telephone	Fax	Role
ALVAREZ & MARSAL CANADA INC. Suite 1110, 250 6 th Avenue SW Calgary, AB T2P 3H7 TODD MARTIN E-mail: tmartin@alvarezandmarsal.com OREST KONOWALCHUK E-mail: okonowalchuk@alvarezandmarsal.com CASSIE RIGLIN E-Mail: criglin@alvarezandmarsal.com	403-538-7555	403-538-7551	Receiver
ALTACORP Capital #410 - 585, 8 Avenue SW Calgary, AB T2P 1G1 CHRIS ARSENEAULT Email: CArseneault@altacorpcapital.com	403-650-6780		
ALTUS GROUP LIMITED 33 Younge Street, Suite 500 Toronto, ON M5E 1G4 KELLY MURRAY Email: Kelly.murray@altusgroup.com	416-641-9500		Creditor
BENNET JONES LLP 4500 Bankers Hall East 855 – 2 nd Street SW Calgary, AB T2P 4K7 KEN LENZ E-mail: LenzK@bennettjones.com KEELY CAMERON E-mail: CameronK@bennettjones.com	403-298-3317 403-298-3324	403-265-7219	Counsel to Trez Capital Corporation/ TCC Mortgage Holdings Inc.
BENNETT JONES LLP 3200 TELUS House, South Tower 10020 – 100 th Street Edmonton, AB T5J 0N3 KATHERINE J. FISHER E-mail: fisherka@bennettjones.co JAMES J. HEELAN, Q.C. E-mail: heelanj@bennettjones.com	780-917-4268 780-917-4275	780-421-7951	Counsel to Altus Group Limited

Party	Telephone	Fax	Role
BENNET JONES LLP 4500 Bankers Hall East 855 – 2 nd Street SW Calgary, AB T2P 4K7 WAYNE WHITLOCK E-mail: whitlockw@bennettjones.com			Counsel to Calfrac Well Services Ltd.
BLAKE, CASSELS & GRAYDON LLP 3500, 855 – 2 nd Street SW Calgary, AB T2P 4J8 KELLY BOURASSA E-mail: kelly.bourassa@blakes.com JAMES REID E-mail: james.reid@blakes.com AMANDA MANASTERSKI E-mail: amanda.manasterski@blakes.com	403-260-9697 403-260-9731 403-260-9756	403-260-9700	Counsel to Sun Life Assurance Company of Canada
BORDEN LADNER GERVAIS LLP Suite 1900, 520 3rd Ave SW Calgary, AB T2P 0R3 JOSEF G.A. KRUGER, Q.C. E-mail: jkruger@blg.com ROBYN GUROFSKY E-mail: rgurofsky@blg.com PATRICK MCCARTHY, Q.C. E-mail: pmccarthy@blg.com JACK MASLEN E-mail: jmaslen@blg.com PAUL TAYLOR E-mail: ptaylor@blg.com	403-232-9563 403-232-9774 403-232-9441 403-232-9790 403-232-9618	403-266-1395	Counsel to Bank of Montreal, ATB Financial, Industrial Alliance Insurance and Financial Services, RBC Investor Services Trust c/o CMLS Financial Ltd., and ACM Advisors
BORDEN LADNER GERVAIS LLP Suite 1900, 520 3rd Ave SW Calgary, AB T2P 0R3 DAVID T. MADSEN, Q.C. E-mail: dmadsen@blg.com	403-232-9612	403-266-1395	Counsel to Terrapin Mortgage Corp.

Party	Telephone	Fax	Role
BORHOT LAW 220, 1231 – 9 Avenue SE Calgary, AB T2G 0S9 SAMERAH BORHOT E-mail: samerah@borhotlaw.com	403-474-8023	403-474-8083	Counsel to Nu-Mun Contracting Ltd.
BURSTALL LLP Suite 1600 Dome Tower 333 – 7 th Avenue SW Calgary, AB T2P 2Z1 KIMBERLY R. SETRAKOV E-mail: setrakov@burtstall.com	403-234-3326	403-266-6016	Counsel to Laiton Wiedemann Professional Corporation
CARON & PARTNERS LLP Fifth Avenue Place – West Tower 2120, 237 – 4th Avenue, S.W. Calgary, Alberta T2P 4K3 DEAN HUTCHISON E-mail: dhutchison@caronpartners.com	403-770-4023	403-237-0111	Counsel to Concentra Financial Services Association
CASHION LEGAL Suite 300, 4838 Richard Rd SW Calgary, Alberta T3E 6L1 MIKE CASHION E-mail: mike@cashionlegal.com	587-329-2334		Counsel to KBM Floor Coverings Inc.'s
CASSELS BROCK & BLACKWELL LLP Suite 2100, Scotia Plaza, 40 King St. W. Toronto, ON M5H 3C2 JEFFREY OLIVER E-mail: joliver@cassels.com DANIELLE MARECHAL E-mail : dmarechal@casselsbrock.com	403-351-2921 403-351-2922	403-648-1151	Counsel to MCAP Financial Corporation and Business Development Bank of Canada
CCS CONTRACTING LTD. 18039-114 Avenue Edmonton, Alberta T5S 1T8 E-mail: kaitlyn@ccscontracting.com	780-481-1776	780-481-2818	Builders' Lienholders

Party	Telephone	Fax	Role
CITY OF CALGARY Floor 12, Municipal Building – F2 800 Macleod Trail SE, PO Box 2100, Station M Calgary, AB T2P 2M5 JEFF WATSON E-mail: Jeff.Watson@calgary.ca KELLY COLBORNE E-mail: Kelly.Colborne@calgary.ca JOSIE SAAB E-mail: Josie.Saab@calgary.ca	 403-268-2411 403-268-2441		Counsel to City of Calgary
CITY OF CALGARY P.O. Box 2100, Sta. M #195 Calgary, Alberta T2P 2M5 E-mail: creditandcollections@calgary.ca			Property Taxes
CODE HUNTER LLP 850, 440 – 2 ND Avenue SW Calgary, AB T2P 5E9 CHRISTIAN J. POPOWICH Email: christian.popowich@codehunterllp.com CARLA MURRAY Email : carla.murray@codehunterllp.com	 403-416-2378 403-716-2391	403-261-2054	Counsel for the following Applicants, LP Stay Parties, and Non-Applicant Stay Parties : (i) 20/20 Capital Corp.; (ii) 20/20 Limited Partnership; (iii) Petro West Ltd.; and (iv) Petro West Limited Partnership
COMPUTERSHARE TRUST COMPANY OF CANADA South Tower, 8 th Floor 100 University Avenue Toronto, ON M5J 2Y1 STEPHEN MURPHY, MANAGER MBS E-mail: stephen.murphy@computershare.com	 647-790-3110		Secured Creditor
CULLUM DRYWALL SYSTEMS LTD. 2145, 6027 – 79 Avenue SE Calgary, AB T2C 5P1 DION CULLUM Email: dion@cullumdrywallsystems.com	 403-723-0695		Lienholder (Place 9-6 Ltd. and 20/20 Capital Corp.)

Party	Telephone	Fax	Role
D COHEN LAW OFFICE 105, 2411 4 ST NW Calgary, Alberta T2M 2Z8 E-mail: dcohen@dcohenlaw.com	403-210-2821	403-284-3988	Counsel to Kone Inc. (Builders' Lienholders)
DENTONS LLP Floor 15, 855 – 2 nd Street SW Calgary, AB DAVID MANN E-mail: David.Mann@dentons.com SAM GABOR E-Mail: Sam.Gabor@dentons.com AFSHAN NAVEED E-mail: Afshan.Naveed@dentons.com	 403-268-7097 403-268-3048 403-268-7015	403-268-3100	Counsel to the Receiver
DENTONS LLP 2500 Stantec Tower 10220 – 103 Avenue NW Edmonton, AB T5J 0K4 TOM GUSA E-mail : Tom.Gusa@dentons.com	780-423-7219	780-423-7276	Counsel to Servus Credit Union Secured Party
DEPARTMENT OF JUSTICE CANADA 510, 606 – 4 Street SW Calgary, AB T2P 1T1 JILL MEDHURST-TIVADAR E-mail: jill.medhurst@justice.gc.ca		403-299-3966	Contact for Canada Revenue Agency
DLA PIPER CAROLE J. HUNTER E-mail: carole.hunter@dlapiper.com MATTHEW HAWKINS E-mail: Matthew.hawkins@colliers.com	 403-698-8782 416-324-4395	403-697-6600	Counsel to Colliers Macaulay Nicolls Inc. VP, Counsel & Corporate Secretary of Colliers

Party	Telephone	Fax	Role
FASKEN MARTINEAU DUMOULIN LLP 3400, 350 7 Ave SW Calgary, AB T2P 3N9 TRAVIS LYSAK E-mail: tlysak@fasken.com	403-261-5501	403-261-5351	Counsel to Fiera Properties Debt Strategies Ltd.
FIELD LAW 400, 444 – 7 th Avenue SW Calgary, AB T2P 0X8 DOUG NISHIMURA E-mail: dnishimura@fieldlaw.com	403-260-8548	403-264-7084	Counsel to Mechwave Engineering Ltd.
FIRST NATIONAL FINANCIAL LP FIRST NATIONAL FINANCIAL GP CORPORATION Suite 700, North Tower 100 University Avenue Toronto, ON M5J 1V6 DAMIR JESIC E-mail: damir.jesic@firstnational.ca JEREMY WEDGBURY E-mail: jeremy.wedgbury@firstnational.ca	403-261-5591	888-923-9195	Secured Creditor
GOODFELLOW & SCHUETT LAW Suite 200, 602 - 11th Avenue SW Calgary, Alberta T2R 1J8 STEPHEN PANUNTO E-mail: spanento@gfslaw.ca	587-390-0215	402-705-1265	Counsel to Read Jones Christoffersen Ltd.
GOWLING WLG 1600, 421 7th Avenue SW Calgary, AB T2P 4K9 CAIREEN HANERT E-mail: caireen.hanert@gowlingwlq.com LILLY WONG E-mail: lilly.wong@gowlingwlq.com ELIZABETH BURTON E-mail: elizabeth.burton@gowlingwlq.com	403-298-1992 416-369-4630 403-298-1954	403-263-9193	Counsel to CIBC Mortgage Corp. and Canadian Imperial Bank of Commerce

Party	Telephone	Fax	Role
HARBOUR MORTGAGE CORPORATION/HMT HOLDINGS INC. 560, 940 - 6 Avenue SW Calgary, AB T2P 3T1 BRUCE SHEPHERD Email: bshepherd@harbourmortgage.ca	416-361-3315 Ext 224		Secured Creditor
HARDIE & KELLY INC. 110, 5800 – 2 nd Street SW Calgary, AB T2H 0H2 MARC KELLY Email: mkelly@insolvency.net	403-536-8510	403-640-0591	Monitor
HOPEWELL CAPITAL CORPORATION 410, 2020 – 4 TH Street SW Calgary, AB T2S 1W3 MICHAEL VOLLMAN Email: mvollman@hopewell.com	403-355-6159	403-232-8892	General Counsel
IEC LTD. & AUDEAMUS CAPITAL CORP. NEIL NARFASON Email: Nnarfason@strategicgroup.ca			Chief Restructuring Officer
INDUSTRIAL ALLIANCE INSURANCE COMPANY OF CANADA 1080 Grand Allee West Quebec City, QC G1K 7M3 MURRAY BROWN E-mail: murray.brown@ia.ca GREG GORDICHUK E-mail: greg.gordichuk@ia.ca			Secured Creditor
INVICTUS LLP 840 6 Ave SW Suite 230 Calgary, AB T2P 3E5 KEVIN P. MCGUIGAN Email: kevin@invictusllp.ca	403-265-7744	403-265-7528	Counsel to Plaintiffs in Queen's Bench Action No. 1201-08069

Party	Telephone	Fax	Role
JSS Barristers 800, 304 – 8 Avenue SW Calgary, AB T2P 1C2 GAVIN PRICE E-mail: PriceG@jssbarristers.ca	406-571-0747		Counsel to Rangeland Engineering Canada Corp.
J.L.C. ELECTRIC LTD. #7 #7, 215 – 39 th Avenue NE Calgary, AB T2E 7E7 E-mail: dk.jlc@shaw.ca	403-240-0173	403-240-4915	Service Provider
LAWSON LUNDELL LLP Suite 1100, Brookfield Place 225 6 Ave SW Calgary, AB T2P 1N2 ALEXIS TEASDALE E-mail: ateasdale@lawsonlundell.com	403-218-7564	403-269-9494	Counsel to The Ship & Anchor Pub Ltd.
LAWSON LUNDELL LLP Suite 1100, Brookfield Place 225 6 Ave SW Calgary, AB T2P 1N2 BRYAN GIBBONS E-mail: bgibbons@lawsonlundell.com	604-631-9152	403-269-9494	Counsel to Centurion Mortgage Capital Corporation
LAWSON LUNDELL LLP 1600, 925 W Georgia St Vancouver, BC V6C 3L2 WILLIAM ROBERTS E-mail: wroberts@lawsonlundell.com	604-631-9163	604-669-1620	Counsel to Vancity Community Investment Bank
MCCARTHY TETRAULT LLP 4000, 421 – 7 th Avenue SW Calgary, AB T2P 4K9 SEAN COLLINS Email: scollins@mccarthy.ca WALKER W. MACLEOD Email: wmacleod@mccarthy.ca PANTELIS KYRIAKAKIS Email: pkiriakakis@mccarthy.ca	403-260-3531 403-260-3710 403-260-3536		Counsel to the Applicants, LP Stay Parties, and Non-Applicant Stay Parties other than : (v) 20/20 Capital Corp.; (vi) 20/20 Limited Partnership; (vii) Petro West Ltd.; and (viii) Petro West Limited Partnership

Party	Telephone	Fax	Role
MCLENNAN ROSS LLP 600, 12220 Stony Plain Road Edmonton, AB T5N 3Y4 CHUCK RUSSELL E-mail: crussell@mross.com	780-482-9115	780-482-9100	Counsel to Canadian Western Bank
MCMILLAN LLP Suite 1700, TD Canada Trust Tower 421 7th Avenue Southwest Calgary, AB T2P 4K9 KOURTNEY RYLANDS E-mail: Kourtney.Rylands@mcmillan.ca ADAM MAEROV E-mail: Adam.Maerov@mcmillan.ca	403-355-3326 403-215-2752	403-531-4720	Counsel to Royal Bank of Canada
MINTZ LAW 400 The Dorchester 10357-109 Street Edmonton, Alberta T5J 1N3 Bruce Mintz E-mail : bmintz@mintzlaw.ca	780 425-2041 780 969-3692	780 425-2195	Counsel to Trane Canada ULC
NORTON ROSE FULBRIGHT CANADA LLP Suite 3700, 400 – 3 RD Avenue SW Calgary, AB T2P 4H2 HOWARD GORMAN, Q.C. Email: howard.gorman@nortonrosefulbright.com AARON STEPHENSON Email: aaron.stephenson@nortonrosefullbright.com	403-267-8144 403-267-8920		Counsel to the Monitor
OSLER, HOSKIN & HARCOURT LLP 2500, 450 1st St. SW Calgary, AB T2P 5H1 TRACY SANDLER E-mail: tsandler@osler.com RANDAL VAN de MOSSELAER E-mail: rvandemosselaer@osler.com EMILY PAPLAWSKI E-mail: epaplawski@osler.com ANDREA LOCKHART E-mail: ALockhart@osler.com	416-862-5890 403-260-7060 403-260-7071 416-862-6829		Counsel to TELUS Pension Master Trust, 9827838 Canada Inc., 10460010 Canada Inc., 10480240 Canada Inc., and 10727938 Canada Inc.

Party	Telephone	Fax	Role
ROBERT S. RIDDLE PROFESSIONAL CORPORATION 2445 Manulife Place 10180 – 101 Street Edmonton, AB T5J 3S4 ROBERT S. RIDDLE E-mail: bob@rsriddle.com	780-421-0881		Counsel to J.L.C. Electric Ltd.
PARLEE MCLAWS LLP 1700 Enbridge Centre, 10175-101 Street NW, Edmonton, AB T5J 0H3 BRYAN MARUYAMA E-mail: bmaruyama@parlee.com	780-423-8698	780-423-2870	Counsel to Equitable Life Insurance Company of Canada
PARLEE MCLAWS LLP 3300 TD Canada Trust Tower 421 – 7 Avenue SW Calgary, AB T2P 4K9 RANDY S. SHAPIRO E-mail: rshapiro@parlee.com	403-294-7064	403-265-8263	Counsel to H.S. Asaria Professional Corporation
PERFECT FIT PLUMBING & MECHANICAL INC. 6404 Burbank Road SE Calgary, Alberta T2H 2C2 E-mail: paradisett@telus.net			Builders' Lienholders
PEOPLES TRUST CO. DENNIS DINEEN Email: DennisD@peoplestrust.com			Secured Creditor
SBI CANADA BANK Suite 1600, 200 Bay Street, Royal Bank Plaza Toronto, ON M5J 2J2 ROBERT (ROB) JOHNSTON Email: rjohnston@sbicanada.com	416-214-1811	416-214-0628	Secured Creditor
STIKEMAN ELLIOTT LLP 5300, 199 Bay Street Toronto, ON M5L 1B9 MARIA KONYUKHOVA E-mail: mkonyukhova@stikeman.com NICHOLAS AVIS E-mail : NAvis@stikeman.com	416-869-5230 416-869-5504	416-947-0866	Counsel to: Institutional Mortgage Capital Canada Inc. and Computershare Trust Company of Canada

Party	Telephone	Fax	Role
SWAINSON MIKI PESKETT LLP Suite 2800 10104-103 Ave NW Edmonton, AB T5J 0H8 ROGER SWAINSON E-mail: rswainson@smpllp.ca CHRIS YOUNG Email: cyoung@smpllp.ca	780-809-7800		Counsel to Canada ICI Capital Corporation and SBI Canada Bank
TORYS LLP 46th Floor, 525 8th Avenue SW Calgary, AB T2P 1G1 KYLE KASHUBA E-mail: kkashuba@torys.com MIHAI TOMOS E-mail: mtomos@torys.com	403-776-3744	403-776-3800	Counsel to Connect First Credit Union Ltd./ First Calgary Financial Credit Union
ZAINOOL MAMDANI Suite 1010, 135-26 Avenue SW Calgary, AB T2S 0M2 Email: zai@mamdani.com			Secured Creditor
1514012 ALBERTA LTD. C/O CASCALLEN LLP 900, 332 – 6 th Avenue SW Calgary, AB T2P 0B2 SUSANNA GAFAROVA E-mail: gafarova@carscallen.com	403-298-9277	403-262-2952	Builder's Lien Registrant (Macleod Property)
SEVEN CONSTRUCTION INC. 2145, 6027 – 79 Avenue SE Calgary, AB T2C 5P1 DION CULLUM Email: dion@sevenconstruction.ca	403-351-4451	403-723-0696	Lienholder (Louise Block Capital Corp., Macleod Place Ltd., Parallel Centre Ltd., Place 9-6 Ltd., Centre 1000 Capital Corp., 550 Capital Corp., 20/20 Capital Corp., 1445122 Alberta Ltd. (Airways), Aura Capital Corp., and Avenida Village Ltd.)

Party	Telephone	Fax	Role
2204625 ALBERTA LTD. 167 Midglen Place SE Calgary, Alberta T2X 1H6 E-mail : rjm0074@gmail.com (Registered Office)			

COURT FILE NUMBER 1901 18029

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

IN THE MATTER OF AN APPLICATION
UNDER SECTION 47(1) OF THE
BANKRUPTCY AND INSOLVENCY ACT,
RSC 1985, c B-3 AND IN THE MATTER OF
AN APPLICATION UNDER SECTION 13(2)
OF THE *JUDICATURE ACT, RSA 2000, c J-2*

APPLICANTS SUN LIFE ASSURANCE COMPANY OF CANADA, AND THOSE
OTHER APPLICANTS SET OUT IN SCHEDULE "A.1" OF THE
INTERIM RECEIVERSHIP ORDER DATED DECEMBER 20, 2019

RESPONDENTS SUNDANCE PLACE II LTD., SUNDANCE PLACE II 1000 LIMITED
PARTNERSHIP BY ITS GENERAL PARTNER SUNDANCE PLACE II
LTD., AND THOSE OTHER RESPONDENTS SET OUT IN
SCHEDULE "A.2" OF THE INTERIM RECEIVERSHIP ORDER
DATED DECEMBER 20, 2019

DOCUMENT **APPLICATION BY CANADA ICI CAPITAL CORPORATION**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT SWAINSON MIKI PESKETT LLP
Christopher M. Young
Suite 2800, Bell Tower
10104 – 103 Avenue NW
Edmonton, Alberta T5J 0H8
Telephone: (780) 809-7800
Facsimile: (780) 809-7788
File No.: 77676-1032

NOTICE TO RESPONDENT(S):

This application is made against you. You are a respondent. You have the right to state your side of this matter before the master/judge.

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

Date: **March 10, 2021**
Time: **2:00 p.m.**
Where: **Calgary Courts Centre, 601 5 ST SW, Calgary
(Via Webex)**
Before Whom: **The Honourable Justice D.B. Nixon
(Commercial List)**

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

Remedy claimed or sought:

SCHEDULE "A"

COURT FILE NUMBER 1901 – 18029

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

Clerk's Stamp

IN THE MATTER OF AN APPLICATION UNDER
SECTION 47(1) OF THE *BANKRUPTCY AND
INSOLVENCY ACT, RSC 1985, c B-3* AND IN
THE MATTER OF AN APPLICATION UNDER
SECTION 13(2) OF THE *JUDICATURE ACT,
RSA 2000, c J-2*

APPLICANTS SUN LIFE ASSURANCE COMPANY OF CANADA,
AND THOSE OTHER APPLICANTS SET OUT IN
SCHEDULE "A.1" OF THE INTERIM
RECEIVERSHIP ORDER DATED DECEMBER 20,
2019

RESPONDENTS SUNDANCE PLACE II LTD., SUNDANCE PLACE II
1000 LIMITED PARTNERSHIP BY ITS GENERAL
PARTNER SUNDANCE PLACE II LTD., AND
THOSE OTHER RESPONDENTS SET OUT IN
SCHEDULE "A.2" OF THE INTERIM
RECEIVERSHIP ORDER DATED DECEMBER 20,
2019

DOCUMENT

CONSENT ORDER

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION
OF PARTY FILING
THIS DOCUMENT

Swainson Miki Peskett LLP
Roger I. Swainson / Christopher M. Young
2800 Bell Tower
10104 103 Avenue NW
Edmonton, Alberta T5J 0H8
Telephone: (780) 809-7800
Facsimile: (780) 809-7788
File #: 77676-1032

DATE ON WHICH ORDER WAS PRONOUNCED:

LOCATION WHERE ORDER WAS PRONOUNCED:

Calgary, Alberta

NAME OF JUDGE WHO MADE THIS ORDER:

The Honourable _____

UPON THE APPLICATION by Canada ICI Capital Corporation ("**CICI**");

AND UPON noting the consent of Alvarez and Marsal Canada Inc., LIT, in its capacity as Court-appointed receiver and manager (the "**Receiver**") under the Interim Receivership Order dated December 20, 2019 ("**Interim Receivership Order**"), and receiver and manager under the Receivership Order (Expanded Powers) dated January 30, 2020 ("**Expanded Receivership Order**") and the Amended and Restated Receivership Order (Expanded Powers) dated February 19, 2020 (as amended on March 3, 2020, the "**Amended and Restated Receivership Order**");

AND UPON having read the Interim Receivership Order and the Amended and Restated Receivership Order;

AND UPON noting the consent of the Receiver herein;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. CICI, as successor in interest to ATB Financial, formerly Alberta Treasury Branches, ("**ATB**") (ATB being a named Applicant mortgage lender under the Interim Receivership Order and Amended and Restated Receivership Order in respect of certain lands and Respondents named therein), has provided notice to the Receiver that it wishes to terminate the receivership proceedings in respect of the Debtors listed at paragraph 3 herein (the "**Debtors**") and the Lands listed in paragraph 3 herein (the "**Lands**").
2. The Debtors and the Receiver will cooperate with CICI to ensure an orderly transition from these proceedings to any mortgagee-driven proceeding or other arrangement in respect of CICI and the Debtors' collateral.
3. The Receiver shall be partially discharged as receiver and manager of the Debtors and the Lands upon the Receiver filing a Receiver's Certificate indicating that all matters necessary to transition the Lands have been completed, and on a date determined in consultation with CICI (the "**Termination Date**");

Applicant and Debtors

APPLICANT (AS PER INTERIM RECEIVERSHIP ORDER AND AMENDED AND RESTATED RECEIVERSHIP ORDER)	DEBTORS
ATB Financial	Airdrie Gateway Block 3 Capital Corp. and Airdrie Gateway Block 3 Limited Partnership by its general partner Airdrie Gateway Block 3 Capital Corp.

Lands

No.	Entity (Building Name)	General Partner/Holdco	Legal Land Description
35F	Terra Property	Airdrie Gateway	FIRST:

		Block 3 Capital Corp.	<p>CONDOMINIUM PLAN 1710403</p> <p>UNIT 1</p> <p>AND 1595 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY</p> <p>EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>SECOND:</p> <p>CONDOMINIUM PLAN 1710403</p> <p>UNIT 2</p> <p>AND 1678 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY</p> <p>EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>THIRD:</p> <p>CONDOMINIUM PLAN 1710403</p> <p>UNIT 3</p> <p>AND 1915 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY</p> <p>EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>FOURTH:</p> <p>CONDOMINIUM PLAN 1710403</p> <p>UNIT 4</p> <p>AND 1117 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY</p> <p>EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>FIFTH:</p> <p>CONDOMINIUM PLAN 1710403</p>
--	--	-----------------------	---

			<p>UNIT 5 AND 1793 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>SIXTH: CONDOMINIUM PLAN 1710403 UNIT 6 AND 1902 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
--	--	--	---

provided however that notwithstanding the terms of this Order: (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete its administration under the Amended and Restated Receivership Order; (b) the Receiver shall continue to have the benefit of the provisions of the Amended and Restated Receivership Order, including the Receiver's Charge, which shall secure:

- i. the professional fees and disbursements of the Receiver and counsel to the Receiver which were incurred up to the Termination Date in relation to the applicable Property (as defined in the Amended and Restated Receivership Order), which includes the Lands;
- ii. the professional fees and disbursements of the Receiver and counsel to the Receiver which are incurred after the Termination Date on account of costs and services rendered by the Receiver to further transition the applicable Property (as defined in the Amended and Restated Receivership Order), which includes the Lands, and complete the administration of the estates of the Debtors under the Amended and Restated Receivership Order;

(c) the Receiver shall continue to have the benefit of the Receiver's Borrowing Charge, the ability and right to request that its further fees and disbursements be approved and allocated amongst Property (as defined within the Amended and Restated Receivership Order), the right to seek all approvals, protections and stays of proceedings in favour of the Receiver in its capacity as Receiver under the Amended and Restated Receivership Order, including in connection with any action taken by the Receiver following the Termination Date, the right to seek a full Discharge Order from the Court with respect to the Debtors and the Lands.

4. Following the Termination Date:

- i. the Receiver shall submit all remaining cash on hand arising from the Lands to CICI other than cash on hand necessary to complete the administration of the estates of the Debtors and Lands and to pay the Receiver's and its counsel's professional fees, including to complete the Receiver's administration of the estates of the Debtors and Lands under the Amended

and Restated Receivership Order. In the event the Receiver does not have sufficient funds for its costs for the administration of the estates of the Debtors and Lands under the Amended and Restated Receivership Order, CICI shall remit requisite funds requested by the Receiver for its costs to complete the administration, which costs shall be secured by the Receiver's Charge;

- ii. CICI shall pay all accounts related to the Lands following the Termination Date for services rendered from the date of the Interim Receivership Order to the Termination Date;
 - iii. other than accounts for professional fees, the Receiver shall have no further duty or obligation to pay accounts submitted to it or its property manager following the Termination Date relating to the Lands or Debtors.
- 5. A copy of this Order shall be served upon the service list created in these proceedings.
 - 6. Any interested party (including CICI and the Receiver) may apply to this Court to vary or amend this order on not less than seven (7) days' notice to any other party or parties likely to be affected by the order sought or upon such other notice, if any, as this Court may order.
 - 7. Service of this Order shall be deemed good and sufficient in the manner set out at paragraphs 42 and 43 of the Amended and Restated Receivership Order.
 - 8. The activities of the Receiver as set out in its Eleventh Report dated March 4th, 2021 are hereby ratified and approved.
 - 9. Notwithstanding section 191(1) of the *Land Titles Act*, R.S.A. 2000, c. L-4, the Registrar of Land Titles (Alberta) shall immediately discharge instrument number 201 020 746 from title numbers:
 - i. 171 040 080
 - ii. 171 040 080+1
 - iii. 171 040 080+2
 - iv. 171 040 080+3
 - v. 171 040 080+4
 - vi. 171 040 080+5

Justice of the Court of Queen's Bench of Alberta

Consented to by:

DENTONS CANADA LLP

Per:

Sam Gabor
Counsel for the Receiver, Alvarez &
Marsal Canada Inc.