

Clerk's Stamp

COURT FILE NUMBER **1803 - 09581**

COURT **COURT OF QUEEN'S BENCH OF ALBERTA**

JUDICIAL CENTRE **EDMONTON**

PLAINTIFF **BANK OF MONTREAL**

DEFENDANT **LADACOR AMS LTD., NOMADS PIPELINE CONSULTING
LTD., 2367147 ONTARIO INC., and DONALD KLISOWSKY**

DOCUMENT **ORDER FOR APPROVAL OF RECEIVER'S FEES AND
DISBURSEMENTS AND APPROVAL OF RECEIVER'S
ACTIVITIES, AMONG OTHER RELIEF**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF PARTY
FILING THIS DOCUMENT **BLAKE, CASSELS & GRAYDON LLP
3500, 855 – 2nd Street S.W.
Calgary, AB T2P 4J8**

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File Ref.: 99766/12

DATE ON WHICH ORDER WAS PRONOUNCED: December 19, 2019

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton Law Courts

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice R.A. Graesser

UPON THE APPLICATION by Alvarez & Marsal Canada Inc. LIT ("**A&M**") in its capacity as Court-appointed receiver and manager (the "**Receiver**") of the undertaking, property and assets of Ladacor AMS Ltd., Nomads Pipeline Consulting Ltd. and 2367147 Ontario Inc. (collectively, the "**Debtors**") for an order approving the Receiver's and its counsel's fees and disbursements, and approving the Receiver's activities, among other things;

AND UPON having read the Application, the Receiver's Fourth Report to the Court dated September 4, 2019 (the "**Fourth Report**"), filed; the Brief of Law of the Receiver dated September 5, 2019, filed; the Amended Order pronounced by the Honourable Justice J.E. Topolniski on September 13, 2019 (the "**Amended Order**"), filed; the Affidavit of Fees of the Receiver sworn October 24, 2019, filed, the Receiver's Supplemental to the Fourth Report to the Court dated September 12, 2019 (the "**Supplement to the Fourth Report**"), filed, the Supplemental Brief of Law of the Receiver dated September 12, 2019, filed, the Affidavit of Bonnie Erin Richard sworn October

24, 2019, filed, the Receiver's Fifth Report to the Court dated October 25, 2019 (the "**Fifth Report**"); the Secretarial Affidavit of Lindsay Farr sworn November 20, 2019, filed; the Second Supplemental Brief of Law of the Receiver dated November 21, 2019; and the Affidavit of Service of Lindsay Farr sworn November 22, 2019, filed;

AND UPON having read the Application by Donald Klisowsky (the "**Klisowsky Application**"), filed, the Affidavit of Donald Klisowsky sworn September 7, 2019, filed, the Supplemental Affidavit of Donald Klisowsky sworn September 11, 2019, filed, the Second Supplemental Affidavit of Donald Klisowsky sworn October 15, 2019, filed, the Affidavit of Larry Slywka, filed and the Brief of Donald Klisowsky, filed;

AND UPON having read the Affidavit of Jack Steenhof sworn October 25, 2019 and the Brief of 1459428 Ontario Inc. o/a Steenhof Building Services Group and J. Steenhof & Associates Ltd.;

AND UPON HEARING the submissions of counsel for the Receiver, counsel for Mr. Donald Klisowsky, counsel for Liberty Mutual Insurance Company, counsel for 1459428 Ontario Inc. o/a Steenhof Building Services Group and J. Steenhof & Associates Ltd., and any other counsel in attendance at the Application;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. Service of this Application is hereby abridged, if necessary, and the Application is properly returnable today and any requirement for service of the Application upon any party not served is hereby dispensed with.

ACCOUNTS & ACTIVITIES OF RECEIVER

2. The Receiver's accounts for its fees and disbursements, as set out in the Fifth Report, are hereby approved without the necessity of a formal passing of its accounts.
3. The accounts of the Receiver's legal counsel, Blake, Cassels & Graydon LLP, for its fees and disbursements, as set out in the Fifth Report are hereby approved without the necessity of a formal assessment of its accounts.
4. The actions, conduct, and activities of the Receiver as set out in the Fourth Report, the Supplement to the Fourth Report, the Fifth Report and in all of its other reports filed in these proceedings are hereby ratified and approved.

5. On the evidence before the Court, the Receiver has duly and properly discharged its duties, responsibilities and obligations as Receiver under and pursuant to the terms of the orders granted in the within proceedings up to and including the date hereof.

ALLOCATION OF FUNDS

6. The Statement of Receipts and Disbursements as set out in the Fourth Report are hereby ratified and approved, to the extent not already approved in the Amended Order, and the Statement of Receipts and Disbursements set out in the Fifth Report are hereby ratified and approved.
7. The proposed allocation of funds among the Debtors, as described in the Fourth Report, is hereby approved.

ASSIGNMENT INTO BANKRUPTCY

8. The Receiver's proposal to assign the Debtors into bankruptcy in accordance with section 3(s) of the receivership order granted by the Honourable Madam Justice J.E. Topolniski on May 18, 2018 (the "**Receivership Order**") is hereby approved.
9. The transfer of all funds and property held by or collectible by the Receiver, net of costs required to complete the administration of the within receivership proceedings, into the bankrupt estates of the Debtors is hereby approved.
10. The transfer of the books and records of the Debtors by the Receiver to the bankruptcy trustee of the respective Debtors, subject to preserving such records as required by statute, is hereby approved.

COSTS

11. The claims for costs against Donald Klisowsky by the Receiver, 1459428 Ontario Inc. o/a Steenhof Building Services Group and J. Steenhof & Associates Ltd. associated with the Receiver's Application and the Klisowsky Application may be spoken to by the parties on or prior to the Receiver's discharge application.

GENERAL

12. This Order must be served only upon those interested parties attending or represented at the within application and service may be effected by facsimile, electronic mail,

personal delivery or courier. Service is deemed to be effected the next business day following the transmission or delivery of such documents.

13. Service of this Order on any party not attending this application is hereby dispensed with.

J.C.Q.B.A.

APPROVED AS TO ORDER GRANTED

ANDERSON, JAMES MCCALL BARRISTERS

Per: 

Title: Norman D. Anderson
Counsel for Donald Klisowsky

APPROVED AS TO ORDER GRANTED

BLAKE CASSELS & GRAYDON LLP

Per: 

Title: Keith Marlowe / James Reid
Counsel for Alvarez & Marsal Canada Inc. LIT

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MCCUAIG DESROCHERS LLP

Per: _____

Title: Shaun D. Wetmore
Counsel for 1459428 Ontario Inc. / Steenhof
Building Services Group

APPROVED AS TO ORDER GRANTED

ROSE LLP

Per: _____

Title: Andrew Wilkinson
Counsel for Liberty Mutual Insurance Company

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