

COURT FILE NUMBER **1801-01297**
COURT Court of Queen's Bench of Alberta
JUDICIAL CENTRE Calgary
PLAINTIFF **HSBC BANK CANADA**
DEFENDANTS **ADVANTAGE PRODUCTS INC. and JAMES WEBER**



DOCUMENT **DISCHARGE ORDER**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
Fasken Martineau DuMoulin LLP
Barristers and Solicitors
3400 First Canadian Centre
350 – 7 Avenue SW
Calgary, Alberta T2P 3N9

I hereby certify this to be a true copy of the original Discharge ORDER dated this 12 day of April 2019
[Signature]
for Clerk of the Court

Attention: Travis Lysak / Mihai Tomos
Tel: (403) 261- 5350 / (587) 233 4107
Facsimile: (403) 261- 5351
File No.: 303718.3

Date on which Order was pronounced: April 12, 2019
Location where Order was pronounced: Calgary, Alberta
Name of Justice who made this Order: The Honourable Justice C. Dario

UPON the application of Alvarez & Marsal Canada Inc. in its capacity as the receiver (the “**Receiver**”) of the undertaking, property and assets of Advantage Products Inc. (the “**Debtor**”); **AND UPON HAVING READ** the updated third report of the Receiver dated April 8, 2019 (the “**Updated Third Report**”) and such other materials in the pleadings and proceedings as deemed necessary; **AND UPON HEARING** the submissions of counsel for the Receiver and any other interested parties appearing at the within application; **IT IS HEREBY ORDERED AND DECLARED THAT:**

GENERAL

1. Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Updated Third Report.

2. Service of notice of this application and supporting materials is hereby declared to be good and sufficient, and no other person is required to have been served with notice of this application, and time for service of this application is abridged to that actually given.

ACCOUNTS AND ACTIVITIES

3. The Receiver's accounts for fees and disbursements, as set out in the Updated Third Report, including the Forecast Receipts and Disbursements, are hereby approved without the necessity of a formal passing of its accounts.
4. The accounts of the Receiver's legal counsel, Fasken Martineau DuMoulin LLP, for its fees and disbursements, including any Forecast Receipts and Disbursements, as set out in the Updated Third Report, are hereby approved without the necessity of a formal assessment of its accounts.
5. The Receiver's conduct, actions, and activities throughout the within proceedings, including its activities as set out in the Updated Third Report, the Final Statement of Receipts and Disbursements and the Forecast Receipts and Disbursements as attached to the Updated Third Report, are hereby ratified and approved.

DISTRIBUTIONS

6. The Receiver is hereby authorized and directed to make a distribution to the Debtor's unsecured creditors in the amount of approximately \$340,000 on a *pro-rata* basis as set out in the Updated Third Report.

DISCHARGE

7. On the evidence before the Court, the Receiver has satisfied its obligations under and pursuant to the terms of the Orders granted in the within proceedings up to and including the date hereof, and the Receiver shall not be liable for any act or omission on its part including, without limitation, any act or omission pertaining to the discharge of its duties in the within proceedings, save and except for any liability arising out of any in fraud, gross negligence or willful misconduct on the part of the Receiver, or with leave of the

Court. Subject to the foregoing any claims against the Receiver in connection with the performance of its duties are hereby stayed, extinguished and forever barred.

8. No action or other proceedings shall be commenced against the Receiver in any way arising from or related to its capacity or conduct as Receiver, except with prior leave of this Court on Notice to the Receiver, and upon such terms as this Court may direct.
9. Upon the Receiver filing with the Clerk of the Court a Receiver's Certificate confirming that: (a) all matters set out in paragraph 6 of this Order have been completed; and (b) the Receiver's remaining administrative tasks have been completed, the Receiver shall be unconditionally and absolutely discharged as Receiver of the Debtor and the Receiver shall have no further duty, liability or obligation with respect to the Property, provided however, that notwithstanding its discharge herein: (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of the Receiver in its capacity as Receiver.
10. As soon as possible after the granting of this Order, the directors and shareholders of the Debtor shall be provided with an opportunity by the Receiver to collect the books and records of the Debtor ("**Books and Records**"). If the directors do not collect the Books and Records on or before May 8, 2019 the Receiver is hereby authorized to immediately destroy any Books and Records that are no longer required by the Receiver.

SERVICE

11. 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.
12. Service of this Order on any party not attending this application is hereby dispensed with,

other than service by email to Service List


Justice of the Court of Queen's Bench of Alberta