

Receiver's Certificate

COURT FILE NUMBER 1803-09581

COURT Court of Queen's Bench of Alberta

JUDICIAL CENTRE Edmonton

PLAINTIFF **BANK OF MONTREAL**

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



DOCUMENT **RECEIVER'S CERTIFICATE**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION
OF PARTY FILING
THIS DOCUMENT

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RECITALS

- A. Pursuant to an Order of the Honourable Madam Justice J. Topolniski of the Court of Queen's Bench of Alberta, Judicial District of Edmonton (the "**Court**") dated May 18, 2018, Alvarez & Marsal Canada Inc. LIT was appointed as the receiver and manager (the "**Receiver**") of the assets, undertakings and properties of, among others, 2367147 Ontario Inc. (the "**Debtor**").
- B. Pursuant to an Order of the Court dated December 18, 2018 (the "**Approval and Vesting Order**"), the Court approved the Asset Purchase Agreement dated October 16, 2018 (the "**Purchase Agreement**"), between the Receiver, in its capacity as Court appointed receiver and manager of the Debtor, and Sioux Lookout First Nations Health Authority, or its nominee (the "**Purchaser**"), and provided for the vesting in the Purchaser of the Debtor's right, title and interest in and to the Purchased Assets (the "**Transaction**"), which vesting is to be effective with respect to the Purchased Assets upon the delivery by the Receiver to the Purchaser of a certificate confirming: (i) the payment by the Purchaser of the Purchase Price for the Purchased Assets; (ii) that the condition to Closing as set out in section 26 of the

Purchase Agreement has been satisfied or waived by the Receiver and the Purchaser; and
(iii) the Transaction has been completed to the satisfaction of the Receiver.

- C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Approval and Vesting Order.

THE RECEIVER CERTIFIES the following:

1. The Purchaser has paid and the Receiver has received the Purchase Price for the Purchased Assets payable on the Closing Date pursuant to the Purchase Agreement;
2. The conditions to Closing as set out in section 26 of the Purchase Agreement has been satisfied or waived by the Receiver and the Purchaser; and
3. The Transaction has been completed to the satisfaction of the Receiver.
4. This Certificate was delivered by the Receiver at Calgary, Alberta on January 4, 2019.

**ALVAREZ & MARSAL CANADA INC. LIT, IN ITS
CAPACITY AS COURT-APPOINTED RECEIVER
AND MANAGER OF ALL OF THE ASSETS,
UNDERTAKINGS AND PROPERTIES OF 2367147
ONTARIO INC. AND NOT IN ITS PERSONAL OR
CORPORATE CAPACITY**



Per: _____

Name: Orest Konowalchuk, CPA, CA, CIRP, LIT

Title: Senior Vice President