

COURT FILE NO. 2001-05482

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

APPLICANT. IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, c C-36, as amended
IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF JMB CRUSHING SYSTEMS INC. and 2161889 ALBERTA LTD.

DOCUMENT SUPPLEMENTAL AFFIDAVIT

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
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SUPPLEMENTAL AFFIDAVIT OF JEFF BUCK
Sworn May 11, 2020

I, **JEFF BUCK**, of the City of Edmonton, in the Province of Alberta, **MAKE OATH AND SAY THAT:**

1. I am the President and Chief Executive Officer of the Applicant JMB Crushing Systems Inc. (“JMB”) and a director of the Applicant 2161889 Alberta Ltd. and have personal knowledge of the matters herein deposed to, except where stated to be based upon information and belief, in which case I verily believe same to be true.
2. I swear this Affidavit as a supplement to my Affidavit sworn May 8, 2020 (the “May 8th Affidavit”) and in support of the Application of the Applicants for an Amended and Restated Initial Order.

3. As described in my May 8th Affidavit, the Applicants negotiated the terms of an engagement letter with Sequeira Partners (the "Sale Advisor"), pursuant to which the Sale Advisor will assist and advise the Monitor with implementing the sale, re-capitalization and investment solicitation process (the "SISP"), provide the Monitor with financial advice and analysis with respect to any potential transaction in the SISP, and advise and assist the Monitor on the evaluation of and response to any transaction proposal received in the SISP.
4. The Applicants seek to enter into an engagement letter with the Sale Advisor dated May 8, 2020 (the "Sale Advisor Engagement Letter") with the approval of the Court. Attached as **Confidential Exhibit "A"** is a copy of the Sale Advisor Engagement Letter.
5. The general terms of the engagement include the following:
 - (a) A monthly work fee;
 - (b) A success fee upon the completion of a transaction, which will be reduced in the event that a transaction occurs with the existing shareholders of JMB; and
 - (c) A keep-whole fee payable in the event that JMB enters into receivership or bankruptcy, unless the Sale Advisor continues to be retained.
6. The Applicants and the Sale Advisor wish to keep the specific terms of the Sale Advisor Engagement Letter confidential, as they are commercially sensitive. The Applicants seek to have Confidential Exhibit "A" sealed on the Court file until such time as the engagement of the Sale Advisor has been concluded.
7. I swear this Affidavit in support of the Applicants' Application to, *inter alia*, have Sequeira Partners appointed as the Sale Advisor pursuant to the terms of the Sale Advisor Engagement Letter, and in support of an Order sealing the Sale Advisor Engagement Letter on the Court file until the engagement of the Sale Advisor has been concluded.

8. I was not physically present before the Commissioner for Oaths, but was connected to him by video technology and followed the process for remote commissioning.

SWORN (OR AFFIRMED) BEFORE ME)
at Calgary, Alberta, this 11th day of May,)
2020.)
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)
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)
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A Commissioner for Oaths/Notary Public)
in and for the Province of Alberta)



JEFF BUCK

