



COURT FILE NO. 2001-05482  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS*  
*ARRANGEMENT ACT*, RSC 1985, c C-36, as amended

AND IN THE MATTER OF THE COMPROMISE OR  
ARRANGEMENT OF JMB CRUSHING SYSTEMS INC. and 2161889  
ALBERTA LTD.

APPLICANTS JMB CRUSHING SYSTEMS INC. and 2161889 ALBERTA LTD.

DOCUMENT **CONDITIONAL STAY EXTENSION ORDER**

ADDRESS FOR SERVICE AND CONTACT  
**Gowling WLG (Canada) LLP**  
1600, 421 – 7<sup>th</sup> Avenue SW  
Calgary, AB T2P 4K9

INFORMATION OF PARTY FILING THIS DOCUMENT  
Attn: **Tom Cumming/Caireen E. Hanert/Stephen Kroeger**  
Phone: 403.298.1938/403.298.1992/403.298.1018  
Fax: 403.263.9193  
File No.: A163514

**DATE ON WHICH ORDER WAS PRONOUNCED:** March 5, 2021

**LOCATION AT WHICH ORDER WAS MADE:** Calgary, Alberta

**NAME OF JUSTICE WHO MADE THIS ORDER:** Honourable Justice K.M. Eidsvik

**UPON THE APPLICATION** (the “**Application**”) of JMB Crushing Systems Inc. and 2161889 Alberta Ltd. (collectively, the “**Applicants**”); **AND UPON** reading the Application, the Affidavit of Byron Levkulich, sworn on March 4, 2021, the Thirteenth Report of FTI Consulting Canada Inc., the Court-appointed Monitor of the Applicants (the “**Monitor**”), and the pleadings and proceedings in this Action, including the Initial Order granted in the within proceedings on May 1, 2020, as subsequently amended and restated pursuant to an order granted on May 11, 2020 (as so amended and restated, the “**Initial Order**”), all filed; **AND UPON** reading the Fourteenth Report of the Monitor, dated March 4, 2021 (the “**Fourteenth Report**”), filed; **AND UPON**

hearing the submissions of counsel for the Applicants, counsel for the Monitor and counsel for those parties present; **IT IS HEREBY ORDERED THAT:**

1. Service of this Application, the Fourteenth Report, and all supporting materials is hereby deemed to be good and sufficient, the time for notice is hereby abridged to the time provided, this Application is properly returnable today, and no other person is required to have been served with notice of this Application.
2. Upon the delivery of a Monitor's certificate, substantially in the form set out in Schedule "A" hereto (the "**Monitor's Certificate**"), certifying that one or more of the Stay Extension Conditions (as set out and defined in Recital "B" of the Monitor's Certificate) have been satisfied on or before the Conditions Date (as defined in the Monitor's Certificate), the Stay Period (as ordered and defined in paragraph 13 of the Initial Order), shall immediately be extended until and including April 2, 2021, without further order of this Court.
3. The Monitor may rely on written notice or correspondence from the Applicants or their counsel regarding the fulfillment of the conditions set out in the Monitor's Certificate and shall incur no liability, whatsoever, with respect to reliance upon such written notice or correspondence, or the filing of the Monitor's Certificate, save and except for any gross negligence or willful misconduct on its part.



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J.C.C.Q.B.A.

**SCHEDULE “A”**

**FORM OF MONITOR’S CERTIFICATE**

Clerk's Stamp

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IN THE MATTER OF THE *COMPANIES’ CREDITORS  
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AND IN THE MATTER OF THE COMPROMISE OR  
ARRANGEMENT OF JMB CRUSHING SYSTEMS INC. and 2161889  
ALBERTA LTD.

DOCUMENT **MONITOR’S CERTIFICATE  
(CONDITIONAL STAY EXTENSION)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT  
McCarthy Tétrault LLP  
4000, 421 – 7th Avenue SW  
Calgary, Alberta T2P 4K9  
Attention: Sean Collins / Pantelis Kyriakakis  
Tel: 403 260 3531 / 3536  
Fax: 403 260 3501  
Email: scollins@mccarthy.ca / pkyriakakis@mccarthy.ca

**RECITALS**

- A. Pursuant to an Order of the Honourable Justice K.M. Eidsvik of the Court of Queen’s Bench of Alberta, Judicial District of Calgary (the “**Court**”), dated May 1, 2020, as subsequently amended and restated on May 11, 2020 (as so amended and restated, the “**Initial Order**”), FTI Consulting Canada Inc. was appointed as the monitor (the “**Monitor**”) of JMB Crushing Systems Inc. and 2161889 Alberta Ltd. (collectively, the “**Applicants**”).
- B. Pursuant to an Order of the Court, dated March 5, 2021 (the “**Conditional Stay Extension Order**”), the Court granted an extension of the Stay Period, as ordered and defined in paragraph 13 of the Initial Order, until and including April 2, 2021 (such extension is referred to as, the “**Stay Extension**”), subject to the satisfaction of any one or more of the

following conditions precedent on or before 4:00 p.m. (Calgary time) on March 12, 2021 (such time and date being, the “**Conditions Date**”):

- a. the Applicants, Mantle Materials Ltd. (“**Mantle**”), ATB Financial (“**ATB**”), and Fiera Private Debt Fund VI LP, by its general partner Fiera Private Debt Fund GP Inc. (“**Fund VI**”) and Fiera Private Debt Fund V LP, by its general partner Fiera Private Debt Fund GP Inc., acting in its capacity as collateral agent for and on behalf of and for the benefit of Fund VI (collectively, “**Fiera**”), have entered into, a funding agreement (the “**Funding Agreement**”), which provides for additional liquidity of at least \$300,000 Canadian Dollars to the Applicants on or before 4:00 p.m. on March 12, 2021, which liquidity shall be used in connection with the general operating and corporate purposes of the Applicants; or
- b. the Applicants have otherwise obtained an injection of funds, or the agreement of each of Mantle, ATB, and Fiera to the release of previously restricted funds, on or before 4:00 p.m. on March 12, 2021, in which such persons may have a financial, legal, or equitable interest (whether such funds were previously held in trust by the Monitor or otherwise), in either case, in the amount of at least \$300,000 Canadian Dollars, for use in connection with the general operating and corporate purposes of the Applicants; or
- c. any other person has provided funds in the amount of at least \$300,000 Canadian Dollars to the Applicants, on or before 4:00 p.m. on March 12, 2021, for use in connection with the general operating and corporate purposes of the Applicants; or
- d. the Monitor, on or before 4:00 p.m. on March 12, 2021, delivered the Monitor’s certificate, substantially in the form attached as Schedule “A” to the Amended Sale Approval and Vesting Order, as contemplated in the Applicant’s Application, originally returnable on March 5, 2021,

(the conditions set out in Recitals B(a), B(b), B(c), and B(d) of this certificate are, collectively, the “**Stay Extension Conditions**”).

- C. Pursuant to the Conditional Stay Extension Order, the Stay Extension is to become effective immediately upon the delivery by the Monitor of a certificate confirming that one or more of the Stay Extension Conditions was met on or before the Conditions Date.

**THE MONITOR CERTIFIES** the following:

1. One or more of the Stay Extension Conditions has been satisfied, on or before the Conditions Date, in accordance with and as contemplated by the terms of the Conditional Stay Extension Order.

This Certificate was executed by the Monitor at **[Time]** on **[Date]**.

**FTI CONSULTING CANADA INC.**, in its capacity as the monitor of **JMB CRUSHING SYSTEMS INC. and 2161889 ALBERTA LTD.**, and not in its personal or corporate capacity.

Per: \_\_\_\_\_  
Name:  
Title: