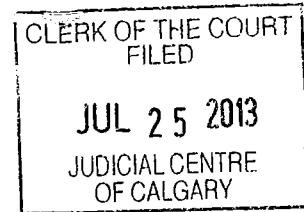


**Form 7**  
[Rule 3.8]



Clerk's stamp:

COURT FILE NUMBER 1301-02432  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS*  
*ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS  
AMENDED

AND IN THE MATTER OF THE ALBERTA *BUSINESS*  
*CORPORATIONS ACT*, R.S.A. 2000, c. B-9, AS  
AMENDED

APPLICANT RS TECHNOLOGIES INC.  
DOCUMENT **APPLICATION FOR STAY EXTENSION**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT  
BLAKE, CASSELS & GRAYDON LLP  
3500, 855 – 2<sup>nd</sup> Street S.W.  
Calgary, AB T2P 4J8  
Attn: Kelly J. Bourassa/Ryan Zahara  
Telephone: 403-260-9697/9628  
Facsimile: 403-260-9700  
Email: [kelly.bourassa@blakes.com](mailto:kelly.bourassa@blakes.com)  
[ryan.zahara@blakes.com](mailto:ryan.zahara@blakes.com)  
File Ref.: 89300/1

**NOTICE TO RESPONDENT**

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the judge.

To do so, you must be in Court when the application is heard as shown below:

Date Monday, July 29, 2013  
Time 1:45 p.m.  
Where Calgary Courts Centre  
Before Whom Honourable Madam Justice J. Streckf

Go to the end of this document to see what else you can do and when you must do it.

**Remedy claimed or sought:**

1. RS Technologies Inc. (“**RS**” or the “**Company**”) is seeking an Order, substantially in the form attached hereto as Schedule “A”:
  - (a) abridging the time for service of this Application and declaring that this Application is properly returnable today, if necessary, and further service of the Application, other than to those listed on the Service List attached hereto as Schedule “B” is hereby dispensed with;
  - (b) extending the Stay Period (as defined in the Initial Order) to August 31, 2013; and
  - (c) such further and other relief as counsel may request and this Honourable Court may deem appropriate.

**Grounds for making this application:**

2. The grounds upon which the Company relies in making the within Application are as follows:
  - (a) the Company was granted protection from its creditors under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) pursuant to the Initial Order granted by this Honourable Court on March 14, 2013 (the “**Initial Order**”);
  - (b) the Initial Order, *inter alia*:
    - (i) stayed all proceedings and remedies taken or that might be taken in respect of the Company or any of its property, except as otherwise set forth in the Initial Order or as otherwise permitted by law, for an initial period of 30 days to April 12, 2013 (the “**Stay Period**”);
    - (ii) appointed FTI Consulting Canada Inc. as monitor (the “**Monitor**”) of the Company; and

- (iii) permitted the Company to file with the Court a plan or plans of compromise or arrangement between the Company and its creditors (the “**Plan**”).
- (c) the Stay Period has been extended by Orders of this Honourable Court granted April 11, 2013 and June 27, 2013;
- (d) the extension of the Stay Period to August 31, 2013 is necessary in order to provide stability to the Company’s ongoing business while the Company continues to pursue its restructuring efforts, including the determination of the disclaimer notice provided to Armor Utility Structures Pty. Ltd. (“**Armor**”) by RS pursuant to section 32 of the CCAA, the closing of a transaction with Werklund Capital Corporation and Melbye Skandinavia AS with respect to the purchase of the assets or shares of RS, and the filing of a Plan, if applicable;
- (e) the Company has acted and continues to act diligently and in good faith such that an extension of the Stay Period is appropriate in the circumstances; and
- (f) such further and other grounds as counsel may advise and this Honourable Court may permit.

**Material or evidence to be relied on:**

- 3. The Company intends to rely upon the following materials:
  - (a) the Affidavit of Howard R. Elliott sworn July 25, 2013, filed;
  - (b) the Monitor’s Fourth Report to the Court, to be filed;
  - (c) all pleadings and proceedings filed as part of the within Action; and
  - (d) such further and other materials as counsel may advise and this Honourable Court may permit.

**Applicable rules:**

4. The Company will rely upon and refer to the Alberta *Rules of Court* during the making of the Application.

**Applicable Acts and regulations:**

5. The Company will rely upon and refer to the provisions of the CCAA during the making of the Application.

**Any irregularity complained of or objection relied on:**

6. None.

**How application is proposed to be heard or considered:**

7. Oral submission by counsel at an application in chambers.

**AFFIDAVIT EVIDENCE IS REQUIRED IF YOU WISH TO OBJECT.**

**WARNING**

If you do not come to Court either in person or by your lawyer, the Court may give the applicant what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

**SCHEDULE "A"**

Clerk's stamp:

COURT FILE NUMBER 1301-02432

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS  
ARRANGEMENT ACT*, R.S.C. 1985,c. C-36, AS  
AMENDED

AND IN THE MATTER OF THE ALBERTA *BUSINESS  
CORPORATIONS ACT*, R.S.A. 2000, c. B-9, AS  
AMENDED

APPLICANT RS TECHNOLOGIES INC.

DOCUMENT **ORDER RE: STAY EXTENSION**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT BLAKE, CASSELS & GRAYDON LLP  
3500, 855 – 2<sup>nd</sup> Street S.W.  
Calgary, AB T2P 4J8  
Attn: Kelly J. Bourassa/Ryan Zahara  
Telephone: 403-260-9697/9628  
Facsimile: 403-260-9700  
Email: [kelly.bourassa@blakes.com](mailto:kelly.bourassa@blakes.com)  
[ryan.zahara@blakes.com](mailto:ryan.zahara@blakes.com)  
File Ref.: 89300/1

**DATE ON WHICH ORDER WAS PRONOUNCED:** July 29, 2013

**LOCATION OF HEARING:** Justice Chambers

**NAME OF JUDGE WHO MADE THIS ORDER:** Honourable Madam Justice J. Srekaf

UPON THE APPLICATION of RS Technologies Inc. ("RS" or the "Company"); AND UPON reading the Affidavit of Howard R. Elliott, sworn July 25, 2013, filed; AND UPON reading the Fourth Report of the Monitor, dated July [●], 2013 (the "Fourth Report"), filed; AND UPON

reading the Affidavit of Service of [●]sworn July [●], 2013, filed; AND UPON hearing from counsel to the Company, the Monitor, and other interested parties;

**IT IS HEREBY ORDERED 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.

*Stay Extension*

2. The Stay Period, as defined in paragraph 13 of the Initial Order granted in these proceedings by this Honourable Court on March 14, 2013 is hereby extended until and including August 31, 2013.

---

Justice of the Court of Queen's Bench of Alberta

## SCHEDULE "B"

COURT FILE NUMBER            1301-02432

COURT                            COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL DISTRICT            CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF THE *ALBERTA BUSINESS CORPORATION ACT*, R.S.A. 2000, c. B-4, AS AMENDED

AND IN THE MATTER OF RS TECHNOLOGIES INC.

### SERVICE LIST updated March 15, 2013

<i>Counsel</i>	<i>Telephone</i>	<i>Fax</i>	<i>Counsel For</i>
<b>BLAKE, CASSELS &amp; GRAYDON LLP</b> 3500, 855 – 2 <sup>nd</sup> Street SW Calgary, AB T2P 4J8  <b>KELLY BOURASSA</b> E-mail: <a href="mailto:kelly.bourassa@blakes.com">kelly.bourassa@blakes.com</a>  <b>RYAN ZAHARA</b> E-mail: <a href="mailto:ryan.zahara@blakes.com">ryan.zahara@blakes.com</a>	   (403) 260-9697   (403) 260-9628	(403) 260-9700	RS Technologies Inc.
<b>FTI CONSULTING INC.</b> 1000, 888 – 3rd Street SW Calgary, AB T2P 5C5  <b>DERYCK HELKAA</b> E-mail: <a href="mailto:Deryck.Helkaa@fticonsulting.com">Deryck.Helkaa@fticonsulting.com</a>	   (403) 444-5372	(403) 444-6699	Monitor
<b>McCARTHY TÉTRAULT LLP</b> 3300, 421 – 7 <sup>th</sup> Avenue SW Calgary, AB T2P 4K9  <b>SEAN COLLINS</b> E-mail: <a href="mailto:scollins@mccarthy.ca">scollins@mccarthy.ca</a>  <b>WALKER MacLEOD</b> E-mail: <a href="mailto:wmacleod@mccarthy.ca">wmacleod@mccarthy.ca</a>	   (403) 260-3531   (403) 260-3710	(403) 260-3501	Monitor
<b>GOWLING LAFLEUR HENERSON LLP</b> 1400, 700 – 2 <sup>nd</sup> Street SW Calgary, AB T2P 4V5  <b>THOMAS CUMMING</b> E-mail: <a href="mailto:tom.cumming@gowlings.com">tom.cumming@gowlings.com</a>  <b>JEFFREY OLIVER</b> E-mail: <a href="mailto:jeffrey.oliver@gowlings.com">jeffrey.oliver@gowlings.com</a>	   (403) 298-1'938   (403) 298-1818	(403) 695-3538	Werklund Capital Corporation Melbye Skandinavia AS

<b>BORDEN LADNER GERVAIS LLP</b> 1900, 520 – 3 <sup>rd</sup> Avenue SW Calgary, AB T2P 0R3  <b>JOSEF KRUGER</b> E-mail: <a href="mailto:jkruger@blgcanada.com">jkruger@blgcanada.com</a>  <b>PATRICK T. McCARTHY</b> E-mail: <a href="mailto:pmccarthy@blgcanada.com">pmccarthy@blgcanada.com</a>	(403) 232-9563  (403) 232-9441	(403) 266-1395	Brian Felesky, Jim Gray, Paul Giannelia in their capacities as contingent creditors of RS Technologies Inc.
<b>FRANK MONAGHAN</b> 1500, 715 – 5 <sup>th</sup> Avenue SW Calgary, AB T2P 2X6  <b>FRANK MONAGHAN</b> E-mail: <a href="mailto:fmonaghan@fmonaghanlaw.com">fmonaghan@fmonaghanlaw.com</a>	(403) 668-0724		The Corporation of the Municipality of Chatham- Kent
<b>LAWSON LUNDELL LLP</b> 1600, 925 West Georgia Street Vancouver, BC V6C 3L2  <b>KIMBERLEY A. ROBERTSON</b> E-mail: <a href="mailto:krobertson@lawsonlundell.com">krobertson@lawsonlundell.com</a>	(604) 631-9142	(604) 641-4428	Armor Utility Structures PTY Limited