

RBee Aggregate

Invitation for Offers to Purchase



Background

On March 11, 2022, the Court of Queen’s Bench of Alberta (the “**Court**”) granted an Order (the “**Receivership Order**”) appointing FTI Consulting Canada Inc. (“**FTI**”) as receiver and manager of all of the current and future assets, undertakings and properties of RBee Aggregate Consulting Ltd. (“**RBee**” or the “**Company**”).

FTI, in its capacity as receiver (the “**Receiver**”) of RBee is seeking offers to purchase the Receiver’s right, title and interest in certain of the Company’s assets which include aggregate processing and handling equipment located throughout Western Canada.

Assets Available for Sale

RBee’s equipment fleet includes 380 pieces of heavy equipment which are summarized below:

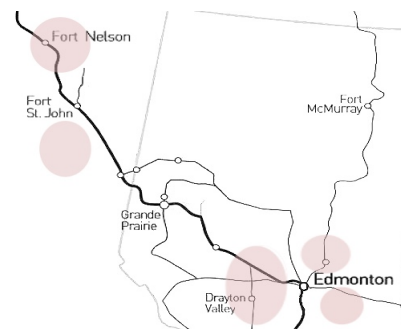
Assets by Location (units)	Parcel	Aggregate		Articulated		Wheel		Total
		Handling	Crushing	Dump Trucks	Loaders	Other		
Gibbons, Alberta	Shop / Home Office Yard	9	7	8	4	79	107	
Whitecourt, Alberta	Windfall Pit	51	5	6	3	30	95	
Fort St. John, British Columbia	Site C Pit	24	5	2	2	19	52	
Rocky Rapids & Drayton Valley, Alberta	Vogel Pit	28	3	-	3	18	52	
Other (3 locations)	Various	23	2	7	3	39	74	
Total		135	22	23	15	185	380	

The equipment is divided into five parcels which are further set out in the Receiver’s offer document.

Strategic Locations

The equipment is strategically located to take advantage of the 2022 construction season and is situated in a manner ready to be deployed on key projects including:

- Site C Dam in Fort St. John, British Columbia
- Windfall Plant 3 in Whitecourt, Alberta
- Vogel Plant in Rocky Rapids, Alberta



Contract Opportunities

Certain of the equipment parcels available for sale have historically been deployed on contracts undertaken by RBee. The Receiver's interest in an applicable contract may be available for purchase and/or assignment in conjunction with an asset purchase. Details of current and/or historic contracts in respect of the equipment may be made available to qualified bidders at the sole discretion of the Receiver and upon execution of a non-disclosure agreement.

Offer Process

Qualified potential purchasers may be granted access to an electronic data room including due diligence materials and the Receiver's prescribed form of offer.

The timeline for the process is as follows:

- March 14 to April 6, 2022 – access to the electronic data room and appointments to inspect the equipment
- **April 6, 2022 – deadline for submitting offers (4 o'clock pm Mountain Standard Time)**
- April 6 to April 20, 2022 – Receiver will negotiate with one or more parties and seek Court approval of preferred offer(s)

Parties may bid on the prescribed parcels of equipment or make an en bloc offer for all of the equipment.

FTI reserves the right to amend or modify the solicitation process at any time at its sole discretion.

Contact Details

Inquiries or requests for information should be directed to FTI only and at the contact details below.

FTI Consulting Canada Inc.
Suite 1610, 520 5th Avenue SW, Calgary, AB T2P 3R7

Lindsay Shierman
Managing Director
lindsay.shierman@fticonsulting.com
+1.587.581.0361

Hailey Liu
Senior Consultant
hailey.liu@fticonsulting.com
+1.587.890.6270