

COURT FILE NUMBER 2001-04485

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

PLAINTIFF SANDTON CREDIT SOLUTIONS MASTER FUND IV, LP

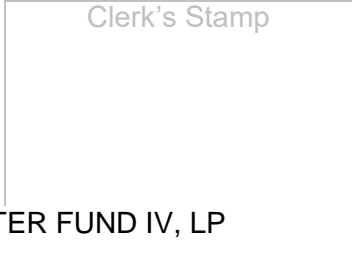
DEFENDANTS ACCEDE ENERGY SERVICES LTD., ACCEDE FIRE & SAFETY LTD., 1537723 ALBERTA INC. and ACCESS VALVE LTD.

DOCUMENT **NOTICE OF APPLICATION**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

Cassels Brock & Blackwell LLP
Suite 3810, Bankers Hall West
888 3rd Street SW
Calgary, Alberta, T2P 5C5

Telephone 403-351-2921
Facsimile 403-648-1151
Email: joliver@cassels.com



File No. 45366-3

Attention: Jeffrey Oliver

NOTICE TO RESPONDENTS:

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: October 22, 2020

Time: 2:00 P.M.

Where: Calgary, Alberta – Via Webex

Before Whom: The Honourable Mr. Justice C.M. Jones

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

Remedy claimed or sought:

1. An Order substantially in the form attached hereto as Schedule "A":

- (a) if necessary, abridging the time for service of this Application and supporting materials, to the time actually given and deeming service of notice of this Application and supporting materials good and sufficient;
- (b) amending the receivership order pronounced on March 23, 2020 by the Honourable Madam Justice K.M. Horner in the within proceedings (the "**Receivership Order**") to allow FTI Consulting Canada Inc. ("**FTI**") in its capacity as receiver and manager (in such capacity, the "**Receiver**") of Accede Energy Services Ltd. ("**Accede Energy**"), Accede Fire & Safety Ltd. ("**Accede Fire**"), 1537723 Alberta Inc. ("**153 Ltd.**") and Access Valve Ltd. ("**Access Valve**", and together with Acceded Energy, Accede Fire and 153 Ltd., the "**Debtors**") to assign the Debtors (or any one of them) into bankruptcy without further Order of this Honourable Court; and
- (c) granting such further and other relief, advice and directions as counsel may advise and this Honourable Court may deem just and appropriate.

Grounds for making the application:

- 2. Pursuant to the Receivership Order, FTI was appointed receiver and manager over the assets, undertakings and properties of the Debtors.

Potential GST/HST Liability

- 3. Canada Revenue Agency has initiated a GST/HST audit for Access Valve and Accede Energy. The results of the GST/HST audit are currently unknown but it is anticipated that that some of the Debtors may have unremitted GST/HST liabilities.
- 4. In the event that the Debtors (or any one of them) are found to have outstanding GST/HST liabilities, it is in the best interest of the general body of creditors of the Debtors that the Debtors be assigned into bankruptcy.
- 5. In light of the foregoing, Sandton Credit Solutions Master Fund IV, LP ("**Sandton**") is seeking an Order amending the Receivership Order to allow the Receiver to assign the Debtors (or any one of them) into bankruptcy without further Order of this Honourable Court.
- 6. In the event that the Debtors are assigned into bankruptcy, it is anticipated that Sandton will have a large unsecured claim.

Material or evidence to be relied on:

- 7. Receivership Order pronounced on March 23, 2020;
- 8. Third Report of the Receiver dated October 13, 2020; and
- 9. Such further and other materials as counsel may advise and this Honourable Court may permit.

Applicable rules:

10. The *Alberta Rules of Court*, AR 124/2010; and
11. Such further and other rules and counsel may advise.

Applicable Acts and regulations:

12. *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, as amended, and in particular section 243 thereof;
13. *Judicature Act*, RSA 2000, c J-2, as amended, and in particular section 13(2) thereof; and
14. Such further and other acts and regulations as counsel may advise and this Honourable Court may permit.

Any irregularity complained of or objection relied on:

15. None.

How the application is proposed to be heard or considered:

16. Via Webex.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) 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 time shown at the beginning of this form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.

SCHEDULE "A"

COURT FILE NUMBER	2001-04485	Clerk's Stamp
COURT	COURT OF QUEEN'S BENCH OF ALBERTA	
JUDICIAL CENTRE	CALGARY	
PLAINTIFF	SANDTON CREDIT SOLUTIONS MASTER FUND IV, LP	
DEFENDANTS	ACCEDE ENERGY SERVICES LTD., ACCEDE FIRE & SAFETY LTD., 1537723 ALBERTA INC. and ACCESS VALVE LTD.	
DOCUMENT	ORDER	
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Cassels Brock & Blackwell LLP Suite 3810, Bankers Hall West 888 3 rd Street SW Calgary, Alberta, T2P 5C5 Telephone 403-351-2921 Facsimile 403-648-1151 Email: joliver@cassels.com	

File No. 45366-3

Attention: Jeffrey Oliver

UPON THE APPLICATION of Sandton Credit Solutions Master Fund IV, LP ("**Sandton**") for an Order amending the receivership order pronounced on March 23, 2020 by the Honourable Madam Justice K.M. Horner in the within proceedings (the "**Receivership Order**"); **AND UPON** having read the Application of Sandton and the Third Report of the Receiver dated October 13, 2020, filed; **AND UPON** hearing counsel for Sandton, counsel for the Receiver and any other counsel or other interested parties present;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. The time for service of the notice of application for this order (the "**Order**") is hereby abridged and deemed good and sufficient and this application is properly returnable today.
2. The Receivership Order is hereby amended by adding subparagraph 3(t), which subparagraph shall read as follows:

(t) to assign the Debtors (or any one of them) into bankruptcy without further Order of this Honourable Court;

3. Service of this Order shall be deemed good and sufficient by:

(a) serving the same on:

(i) the persons listed on the service list created in these proceedings or otherwise served with notice of these proceedings;

(ii) any other person served with notice of the application for this Order;

(iii) any other parties attending or represented at the application for this Order;
and

(b) posting a copy of this Order on the Receiver's Website

and service on any other person is hereby dispensed with.

4. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following transmission or delivery of this Order.

Justice of the Court of Queen's Bench of Alberta