

C120374
COURT FILE NUMBER 2001-05482
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 COMPROMISE OR
ARRANGEMENT OF 2324159 ALBERTA INC.

DOCUMENT **ORDER (ASSIGNMENT AND DISTRIBUTION ORDER)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
McCarthy Tétrault LLP
4000, 421 – 7th Avenue SW
Calgary, AB T2P 4K9
Attention: Sean Collins / Pantelis Kyriakakis / Nathan Stewart
Tel: 403-260-3531 / 3536 / 3534
Fax: 403-260-3501
Email: scollins@mccarthy.ca / pkyriakakis@mccarthy.ca / nstewart@mccarthy.ca

DATE ON WHICH ORDER WAS PRONOUNCED: December 1, 2021

LOCATION OF HEARING: Calgary, Alberta

NAME OF JUDGE WHO MADE THIS ORDER: Justice K.M. Eidsvik

UPON the applications (collectively, the "**Application**") of FTI Consulting Canada Inc., in its capacity as the court-appointed monitor (the "**Monitor**") of 2324159 Alberta Inc. ("**ResidualCo**") pursuant to the initial order granted under the *Companies' Creditors Arrangement Act* (Canada) (the "**CCAA**") on May 1, 2020, as subsequently amended and restated on May 11, 2020 (collectively, the "**Initial Order**"), the Amended Reverse Vesting Order, granted on March 31, 2021 (the "**Amended RVO**"), and the Order (Enhanced Monitor's Powers), dated May 14, 2021 (the "**EMP Order**"), all in the within proceedings (the "**CCAA Proceedings**"); **AND UPON** reading the Eighteenth Report of the Monitor, dated August 16, 2021 (the "**Eighteenth Monitor's Report**") and the Nineteenth Report of the Monitor, dated November 25, 2021 (the "**Nineteenth Monitor's Report**"), both filed; **AND UPON** reading the Affidavit of Service of Katie Doran, sworn on November 30, 2021 (the "**Service Affidavit**"), filed; **AND UPON** hearing counsel for the Monitor and for any other parties who may be present;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. The time for service of the Application and the Nineteenth Monitor's Report is abridged, the Application is properly returnable today, service of the Application and the Nineteenth Monitor's Report on the service list (the "**Service List**") attached as an exhibit to the Service Affidavit, in the manner described in the Service Affidavit, is good and sufficient, and no other persons, other than those listed on the Service List, are entitled to service of the Application or the Nineteenth Monitor's Report.

ASSIGNMENT OF CLAIMS

2. Effective immediately upon the filing of the Monitor's Termination Certificate, as such term is defined in the Order (Discharge of Monitor and Termination of CCAA Proceedings), granted on December 1, 2021, in the within CCAA Proceedings (the "**Discharge and Termination Order**"), the entire right, title, and interest of ResidualCo in and to all remaining receivable claims and associated chose in actions shall be assigned and transferred to ATB Financial, including, but not limited to, the following:
 - (a) all receivable claims, chose in actions, and corresponding rights, titles, and interests of ResidualCo, against, concerning, or in respect of, Kalinko Enterprises Ltd.;
 - (b) all receivable claims, chose in actions, and corresponding rights, titles, and interests of ResidualCo, against, concerning, or in respect of the Special Areas Board (the "**SAB**"), pursuant to an agreement dated as of March 13, 2019, between the SAB and JMB Crushing Systems Inc.; and,
 - (c) any and all receivables and associated cost allocation claims which remain due and owing under the Order (Cost Allocation), granted on December 1, 2021 in the within CCAA Proceedings, which remain outstanding as at the time of the Monitor filing of the Monitor's Termination Certificate (as defined in the Discharge and Termination Order).

RELEASE OF HOLDBACK

3. The Monitor is hereby authorized and directed to release the \$39,654.17 currently held in trust, in accordance with the Order – Lien Claims – EllisDon Industrial, granted on May 29, 2020, for use or distribution in the within proceedings.

DISTRIBUTION

4. The Monitor be and is hereby authorized and empowered, immediately and from time to time hereafter, as the Monitor determines appropriate, to make the following distributions from the monies it holds on behalf of ResidualCo:
 - (a) \$291,000 to Canadian Western Bank; and,
 - (b) any and all remaining and residual funds available for distribution, to ATB Financial, on an ongoing basis and until all indebtedness, liabilities, and obligations owed by ResidualCo to ATB Financial are indefeasibly paid in full.

MISCELLAENOUS MATTERS

5. Service of this Order shall be deemed good and sufficient by:
 - (a) Serving same on:
 - (i) the persons listed on the Service List created in these CCAA 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 Monitor's website at <http://cfcanada.fticonsulting.com/jmb/>

and service on any other person is hereby dispensed with.

6. Service of this Order shall be deemed good and sufficient by serving the same in accordance with the procedures in the CaseLines Service Order granted on May 29, 2020.



Justice of the Court of Queen's Bench of Alberta