

COURT OF APPEAL OF ALBERTA

FORM AP-3
[RULE 14.53]

COURT OF APPEAL FILE NUMBER:

TRIAL COURT FILE NUMBER: 2501 – 19283

REGISTRY OFFICE: CALGARY

PLAINTIFF/APPLICANT COMPEER FINANCIAL, PCA

STATUS ON APPEAL: APPELLANT

DEFENDANTS/RESPONDENTS DEBBIE UFFELMAN and CRAIG THOMPSON

STATUS ON APPEAL: RESPONDENTS

DEFENDANTS SUNTERRA FARMS LTD., SUNWOLD FARMS LIMITED, SUNTERRA ENTERPRISES INC., RAY PRICE, DAVID PRICE, ARTHUR PRICE AND GLEN PRICE

STATUS ON APPEAL: NON-PARTIES

TRIAL COURT FILE NUMBER 2501 – 06120

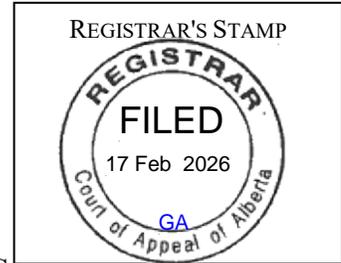
REGISTRY CALGARY

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SUNTERRA FOOD CORPORATION, TROCHU MEAT PROCESSORS LTD., SUNTERRA QUALITY FOOD MARKETS INC., SUNTERRA FARMS LTD., SUNWOLD FARMS LIMITED, SUNTERRA BEEF LTD., LARIAGRA FARMS LTD., SUNTERRA FARM ENTERPRISES LTD., SUNTERRA ENTERPRISES INC.

DOCUMENT: **APPLICATION FOR PERMISSION TO APPEAL**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS **BENNETT JONES LLP**
Barristers and Solicitors
4500, 855 – 2nd Street S.W.



DOCUMENT:

Calgary, Alberta T2P 4K7

Attention: Lincoln Caylor/Nathan J. Shaheen
Keely Cameron/Mathieu LaFleche

Telephone No.: 403-298-3100
Fax No.: 403-265-7219
Client File No.: 99329.1

And

CONTACT INFORMATION OF ALL
OTHER PARTIES:

BLUE ROCK LAW LLP
Counsel for Sunterra Farms Ltd., Sunwold Farms
Limited, Sunterra Enterprises Inc., Ray Price., and
Debbie Uffelman
215 9 Ave SW Suite 700,
Calgary, AB T2P 1B7
Attn: Scott Chimuk
Phone: 587-390-7041
Email: scott.chimuk@bluerocklaw.com

Service List in Court of King's Bench
Action 2501-06120

NOTICE TO RESPONDENT(S):

WARNING

If you do not come to Court on the date and time shown below either in person or by your lawyer, the Court may give the applicant what it wants in your absence. You will be bound by any order that the Court makes. If you intend to rely on other evidence or a memorandum in support of your position when the application is heard or considered, you must file and serve those documents in compliance with the Rules. (Rule 14.41 and 14.43)

NOTICE TO RESPONDENT(S):

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

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

Date:
Time: 9:30 a.m.
Where: TransCanada Pipelines Tower
Suites 2600, 450 – 1 Street SW
Calgary AB T2P 5H1

Before: A single judge of the Court (Rule 14.37)

Nature of Application and Relief Sought:

1. In the alternative to the Civil Notice of Appeal for an express right of appeal pursuant to Rule 14.4 of the Alberta *Rules of Court* filed concurrently by the Applicant, Compeer Financial, PCA ("**Compeer**"), seeks leave to appeal from this Honourable Court pursuant to section 13 of the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36 to appeal parts of the Decision pronounced by the Honourable Justice Lema of the Court of King's Bench of Alberta in *Compeer Financial PCA v Sunterra Farms Ltd*, 2026 ABKB 57, namely:
 - (a) The refusal to grant summary judgment against Mr. Thompson or Ms. Uffelman. In doing so, the Chambers Justice erred in law and/or mixed fact and law in:
 - (i) Misapplying the concept of attribution of knowledge in the corporate context as a shield for personal liability for wrongful acts;
 - (ii) Misapplying principles relating to piercing the corporate veil, which do not extend to circumstances involving fraudulent misconduct by an individual; and
 - (iii) Improperly imputing a requirement that a defendant be the "critical contributor" or "prime mover" of a fraudulent act as a precondition to liability for that act.
2. Abridging the time for service of this Application, extending the time for bringing the within Application, deeming service to be good and sufficient, and such other related relief as may be required;
3. Adjourning this Application to a fixed date to allow counsel to file memoranda, further evidence, if any, and to arrange the hearing of the merits of this Application;
4. Permission to have this Application heard at the same time as the hearing of the within appeal; and

5. Such further and other relief as counsel may request and this Honourable Court may grant.

Grounds for making this application:

6. As correctly found by the Chambers Justice, Compeer Financial, PCA ("**Compeer**") is the victim of a massive cheque kiting fraud. The Chambers Justice granted Compeer's application for summary judgment against two of the corporate entities involved in the fraud, Sunterra Farms Ltd. and Sunwold Farms Limited, along with Ray Price ("**Mr. Price**"), one of the directors of those corporate entities at the relevant times.
7. Before the Chambers Justice, Compeer also sought summary judgment against the Defendants/Respondents, Craig Thompson ("**Mr. Thompson**") and Debbie Uffelman ("**Ms. Uffelman**"). The Chambers Justice correctly made factual findings that Mr. Thompson and Ms. Uffelman knowingly undertook, participated in, and implemented the fraudulent cheque kiting scheme for which summary judgment was granted against Sunterra Farms Ltd., Sunwold Farms Limited, and Mr. Price. Despite making these findings, the Chambers Justice erred in refusing to grant summary judgment against Mr. Thompson or Ms. Uffelman.
8. The Decision is contrary to law and/or involves an obvious error causing prejudice to Compeer.
9. The points of appeal are of significance to the parties to the insolvency proceedings and to the insolvency practice generally.
10. The appeal is *prima facie* meritorious and is not frivolous.
11. The appeal will not unduly hinder the progress of the action.
12. Such further and other grounds as counsel may advise and this Honourable Court may permit.

Material or evidence to be relied on:

13. Compeer intends to rely upon the following:

- (a) The record or portions of the record that was before the Honourable Justice Lema at the hearing on December 4 and 5, 2025.
- (b) The December 4 and 5 transcript of the hearing.
- (c) The written reasons for decision dated January 27, 2026.
- (d) Such further and other material as counsel may advise and this Honourable Court may permit.

Applicable Acts, Regulations and Rules:

- 14. Part 14, Division 4 of the *Alberta Rules of Court*;
- 15. The *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended, and in particular, section 13;
- 16. *Judicature Act*, RSA 2000, c J-2; and
- 17. Such further and other Acts, Regulations and Rules as counsel may advise and this Honourable Court may permit.