

IN THE SUPREME COURT OF BRITISH COLUMBIA

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 AND ARRANGEMENT OF
0989705 B.C. LTD., ALDERBRIDGE WAY GP LTD., AND
ALDERBRIDGE WAY LIMITED PARTNERSHIP

PETITIONERS

NOTICE OF APPLICATION

Names of applicants: Metro-Can Construction (AT) Ltd., Keller Foundations Ltd.,
Rush Contracting Ltd. and Storm Guard Water Treatment Inc.
(collectively, the "Applicants")

To: Service List, attached hereto as **Schedule "A"**

TAKE NOTICE that an application will be made by the Applicants to the Honourable Madam Justice Fitzpatrick at the courthouse at 800 Smithe Street, Vancouver, British Columbia, on September 27, 2023 at 9:30 a.m. for the orders set out in Part 1 below.

PART 1: ORDERS SOUGHT

1. An order (the "**Order**") substantially in the form attached hereto as **Schedule "B"**:
 - (a) lifting the stay of proceedings against the directors (collectively, the "**Directors**") of Alderbridge Way GP Ltd., Alderbridge Way Limited Partnership and 0989705 B.C. Ltd. (collectively, the "**Petitioners**") pursuant to the initial order pronounced in these proceedings on April 1, 2022, as amended and extended (the "**Initial Order**") in relation to claims set out in the Notice of Civil Claim filed September 13, 2021 in Action No. S-218110, Vancouver Registry (the "**Claim**"); and

- (b) preserving the Applicants' right to apply to lift the stay of proceedings as against the Petitioners, for the purpose of allowing the Applicants to prosecute the Claim against the Petitioners to final judgment, provided that no enforcement steps shall be permitted against the Petitioners so long as the stay of proceedings in the Initial Order remains extant, or with further leave of this Court.

PART 2: FACTUAL BASIS

Background

1. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Second Amended and Restated Initial Order made by the Honourable Madam Justice Fitzpatrick in these proceedings on August 11, 2022 (the "**SARIO**").
2. On April 1, 2022, this court made the Initial Order under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the "**CCAA**").
3. The Initial Order granted a stay of proceedings (the "**Stay**") in favour of the Petitioners and the Directors, in their capacity as directors of the Petitioners, until April 11, 2022 (the "**Stay Period**"). The Stay Period was extended on numerous occasions, including, most recently, up to and including September 29, 2023, pursuant to an order dated May 31, 2023.
4. The Initial Order also authorized the Petitioners to borrow up to \$850,000 by way of debtor in possession financing secured by a priority charge (the "**Interim Financing Charge**").
5. On April 25, 2022, this Court granted the Amended and Restated Initial Order that, among other things:
 - (a) extended the Stay Period to August 3, 2022;
 - (b) substituted The Bowra Group Inc. ("**TBGI**") as the court-appointed monitor of the Petitioners (in such capacity, the "**Monitor**"), in place of Alvarez & Marsal Canada Inc.; and

- (c) approved an additional \$1.65 million of interim financing to be provided by Romspen Investment Corporation ("**Romspen**"), the Petitioners' senior secured creditor, and secured by the an additional interim financing charge ("**Romspen Interim Financing Charge #1**"), ranking *pari passu* with the Interim Financing Charge and behind the Romspen Security.
6. Also on April 25, 2022, the Court granted an order authorizing and directing MNP Ltd. (which acquired TBGI), in its capacity as Monitor, to carry out a sales and investment solicitation process (the "**SISP**") in respect of the development property at 7960 Alderbridge Way, and 5333 and 5411 No. 3 Road, Richmond, British Columbia (the "**Development Project**").
7. On August 11, 2022, this Court granted the SARIO, which, among other things:
- (a) expanded and enhanced the Monitor's powers to, among other things, allow it to exercise control over the Development Project;
 - (b) approved an additional \$2.5 million of debtor in possession financing (the "**DIP Financing**") to be advanced by Romspen and secured by a corresponding first-ranking charge in favour of Romspen over the assets, property and undertakings of the Petitioners (the "**DIP Financing Charge**"); and
 - (c) extended the Stay Period to October 7, 2022.
8. Effective December 7, 2022, with the consent of Romspen, the Monitor terminated the SISP, on the expectation that any offers received by prospective purchasers would be significantly lower if there was no building permit in place or would be made subject to obtaining a building permit.
9. On February 24, 2023, the Court granted an order which, among other things:
- (a) extended the Stay Period to June 2, 2023;
 - (b) approved an additional \$1.2 million of DIP Financing to be advanced by Romspen and granted a corresponding increase in the DIP Financing Charge; and

(c) granted GBL Architects Inc. ("GBL") a charge in the amount of \$250,000 over the Property as security for any amounts which the Petitioners are or become indebted to GBL for the supply of services, which charge ranks third in priority as provided for in paragraph 50 of the SARIO, as amended.

10. The Monitor expects to seek authorization to recommence the sale process sometime in or around March or April 2024.

Lifting the Stay as Against the Directors

11. The Claim asserts that the Directors are liable, in their capacity as directors of the Petitioners, to the Applicants, due to failing to maintain certain statutory holdbacks or trust funds with respect to the Development Project, as required pursuant to the *Builders Lien Act*, S.B.C. 1997, c. 45 (the "BLA") and/or general constructive trust principles.
12. The Directors have advised the Applicants that they wish to bring an application to strike pleadings with respect to the Claim. The Applicants are amenable to lifting the Stay in order to permit the hearing of this proposed application.
13. All interested parties, including the Monitor, the Applicants, and the Directors, have agreed that it would be convenient and appropriate to lift the Stay in respect of the Claim, as against the Directors. The proposed Order would also preserve the Applicants' right to apply for an order lifting the Stay as against the Petitioners if the Applicants find it necessary to prosecute the Claim to final judgment. For clarity, no determination of the Claim against the Petitioners is being sought at this time.
14. No party, other than those consenting, would be materially prejudiced by lifting the Stay for the limited purpose of permitting the Claim to proceed against the Directors.

PART 3: LEGAL BASIS

1. Paragraphs 18 through 20 and 24 of the SARIO address the Stay, and state:

STAY OF PROCEEDINGS, RIGHTS AND REMEDIES

18. Until and including October 7, 2022 or such later date as this Court may order (the "**Stay Period**"), no action, suit or proceeding in any court or tribunal (each, a "**Proceeding**") against or in respect of the Petitioners or the Monitor, or

affecting the Business or the Property, shall be commenced or continued except with the written consent of the Monitor or with leave of this Court, and any and all Proceedings currently under way against or in respect of the Petitioners or affecting the Business or the Property are hereby stayed and suspended pending further Order of this Court.

19. During the Stay Period, all rights and remedies of any individual, firm, corporation, governmental body or agency, or any other entities (all of the foregoing, collectively being "**Persons**" and each being a "**Person**") against or in respect of the Petitioners or the Monitor, or affecting the Business or the Property, are hereby stayed and suspended except with the written consent of the Petitioners and the Monitor or leave of this Court; provided, however, that nothing in this paragraph 19 or in any other provision of this Order shall prevent Romspen from making any payment or advancing any funds to the Monitor or other parties as permitted in the Romspen Credit Agreement and Romspen Mortgage (as both defined in the Petition and as amended) and related loan, credit, and security documentation.

20. Nothing in this Order, including paragraphs 18 and 19, shall: (i) empower the Petitioners to carry on any business which the Petitioners are not lawfully entitled to carry on; (ii) affect such investigations, actions, suits or proceedings by a regulatory body as are permitted by Section 11.1 of the CCAA; (iii) prevent the filing of any registration to preserve or perfect a mortgage, charge or security interest (subject to the provisions of Section 39 of the CCAA relating to the priority of statutory Crown securities); or (iv) prevent the registration or filing of a lien or claim for lien or the commencement of a Proceeding to protect lien or other rights that might otherwise be barred or extinguished by the effluxion of time, provided that no further step shall be taken in respect of such lien, claim for lien or Proceeding except for service of the initiating documentation on the Petitioners.

PROCEEDINGS AGAINST DIRECTORS

24. During the Stay Period, and except as permitted by subsection 11.03(2) of the CCAA, no Proceeding may be commenced or continued against the directors of the Petitioners with respect to any claim against the directors that arose before the date hereof and that relates to any obligations of the Petitioners whereby the directors are alleged under any law to be liable in their capacity as directors for the payment or performance of such obligations, until a compromise or arrangement in respect of the Petitioners, if one is filed, is sanctioned by this Court or is refused by the creditors of the Petitioners or this Court. Nothing in this Order, including in this paragraph, shall prevent the commencement of a Proceeding to preserve any claim against a director of the Petitioners that might otherwise be barred or extinguished by the effluxion of time, provided that no further step shall be taken in respect of such Proceeding except for service of the initiating documentation on the applicable director.

2. The Stay was granted pursuant to sections 11.02(2) and 11.02(3) of the CCAA, which govern the granting and lifting of stays generally:

Stays, etc. — other than initial application

(2) A court may, on an application in respect of a debtor company other than an initial application, make an order, on any terms that it may impose,

(a) staying, until otherwise ordered by the court, for any period that the court considers necessary, all proceedings taken or that might be taken in respect of the company under an Act referred to in paragraph (1)(a);

(b) restraining, until otherwise ordered by the court, further proceedings in any action, suit or proceeding against the company; and

(c) prohibiting, until otherwise ordered by the court, the commencement of any action, suit or proceeding against the company.

Burden of proof on application

(3) The court shall not make the order unless

(a) the applicant satisfies the court that circumstances exist that make the order appropriate; and

(b) in the case of an order under subsection (2), the applicant also satisfies the court that the applicant has acted, and is acting, in good faith and with due diligence.

3. This Court has noted that the determination of whether to lift a stay "is to be considered in the context of the nature and timing of the CCAA process before the court". Particularly, the court should weigh the interests of the insolvent company against the interests of the parties affected and consider the relative prejudice to the parties.

Great Basin Gold Ltd. (Re), 2015 BCSC 1199 at paras. 31, 35, 38.

4. Accordingly, whether a particular stay of proceedings ought to be lifted is a fact-specific, discretionary determination to be made by the supervising court.
5. In the circumstances, the interests of all parties militate in favour of lifting the Stay to the limited extent contemplated by the proposed Order. Among other reasons:
- (a) the Applicants and the Directors are in agreement that it is appropriate to determine the Claim, as against the Directors, at this time, and the parties are ready and willing to proceed with such determination;

- (b) there is no realistic risk that the prosecution of the Claim will monopolize the Directors' attention in a manner that could negatively impact these proceedings, as is sometimes the case when claims are asserted against the directors of an insolvent corporation, particularly as the Monitor has been granted enhanced powers with respect to the Development Project and the recommencement of the SISP is anticipated to occur in the short term;
- (c) the Applicants are not seeking any remedy against the Petitioners or their property at this time, and if the Claim is successfully asserted against the Directors, it is not presently anticipated to impact the Petitioners; and
- (d) it is appropriate to preserve the Applicants' ability to seek further relief with respect to the Stay in due course, if such relief becomes necessary for the determination of the Claim. A staged approach as contemplated by the Order, in which the threshold issue of the Directors' liability is determined first, is efficient, in keeping with judicial economy, and will permit the parties to narrow the issues and potentially conclude the Claim without negatively impacting the Petitioners' restructuring under the CCAA.

PART 4: MATERIAL TO BE RELIED ON

1. Ninth Report of the Monitor, filed August 1, 2023;
2. Affidavit #1 of Susan Danielisz, made on September 25, 2023; and
3. such further and other materials as counsel may advise and this Honourable Court may permit.

The Applicants estimate that the application will take 10 minutes.

This matter is not within the jurisdiction of a master. The Honourable Madam Justice Fitzpatrick is seized of these proceedings.

TO THE PERSONS RECEIVING THIS NOTICE OF APPLICATION: If you wish to respond to this notice of application, you must, within 5 business days after service of this notice of

application or, if this application is brought under Rule 9-7, within 8 business days after service of this notice of application

- (a) file an Application Response in Form 33
- (b) file the original of every affidavit, and of every other document, that
 - (i) you intend to refer to at the hearing of this application, and
 - (ii) has not already been filed in the proceeding, and
- (c) serve on the Applicants 2 copies of the following, and on every other party of record one copy of the following
 - (i) a copy of the filed application response;
 - (ii) a copy of each of the filed affidavits and other documents that you intend to refer to at the hearing of this application and that has not already been served on that person;
 - (iii) if this application is brought under Rule 9-7, any notice that you are required to give under Rule 9-7(9).

DATED: September 25, 2023



Counsel for the Applicants
McCarthy Tétrault LLP
(H. Lance Williams)

To be completed by the court only:

Order made

in the terms requested in paragraphs
of Part 1 of this Notice of Application

with the following variations and additional terms:

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DATED: _____
Signature of Judge
 Master

APPENDIX

THIS APPLICATION INVOLVES THE FOLLOWING:

- discovery: comply with demand for documents
- discovery: production of additional documents
- other matters concerning document discovery
- extend oral discovery
- other matter concerning oral discovery
- amend pleadings
- add/change parties
- summary judgment
- summary trial
- service
- mediation
- adjournments
- proceedings at trial
- case plan orders: amend
- case plan orders: other
- experts
- none of the above

SCHEDULE "A"

NO. S-222758
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

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 AND ARRANGEMENT OF
0989705 B.C. LTD., ALDERBRIDGE WAY GP LTD., and
ALDERBRIDGE WAY LIMITED PARTNERSHIP

PETITIONERS

SERVICE LIST

As at September 15, 2022

| Name of Counsel: | Name of Parties: |
|--|--|
| <p>Dentons Canada LLP Barristers & Solicitors 20th Floor – 250 Howe Street Vancouver, BC V6C 3R8</p> <p>Attention: John Sandrelli Valerie Cross Emma Newbery Avic Arenas</p> <p>E-mail: john.sandrelli@dentons.com valerie.cross@dentons.com emma.newbery@dentons.com avic.arenas@dentons.com</p> <p>Tel: (604) 687-4460 Fax : (604) 683-5214</p> | <p><i>0989705 B.C. Ltd., Alderbridge Way Limited Partnership and Alderbridge Way GP Ltd.</i></p> |

| Name of Counsel: | Name of Parties: |
|---|---|
| <p>Fasken Martineau DuMoulin LLP 550 Burrard St #2900, Vancouver, BC V6C 0A3</p> <p>Attention: Kibben Jackson Mishaal Gill</p> <p>Email: kjackson@fasken.com mgill@fasken.com svolkow@fasken.com</p> <p>Tel. : 1 604 631 4786</p> | <p><i>Monitor of 0989705 B.C. Ltd., Alderbridge Way Limited Partnership and Alderbridge Way GP Ltd.</i></p> |
| <p>The Bowra Group Inc. 430 – 505 Burrard Street Vancouver, BC V7X 1M3</p> <p>Attention: Mario Mainella Chris Bowra</p> <p>Email: mmainella@bowragroup.com cbowra@bowragroup.com</p> <p>Tel: 604 689 8939</p> | <p><i>Monitor of 0989705 B.C. Ltd., Alderbridge Way Limited Partnership and Alderbridge Way GP Ltd.</i></p> |
| <p>Blake, Cassels & Graydon LLP 595 Burrard Street, Suite 2600, Vancouver BC V7X 1L3</p> <p>Attention: Peter Rubin</p> <p>Email: peter.rubin@blakes.com greg.umbach@blakes.com peter.bychawski@blakes.com claire.hildebrand@blakes.com</p> <p>Tel: 604-631-3300 Fax: 604-631-3309</p> | <p><i>Romspen Investment Corporation</i></p> |
| <p>Romspen Investment Corporation 162 Cumberland Street, Suite 300 Toronto, Ontario M5R 3N5</p> <p>Attention: Blake Cassidy Wes Roitman</p> <p>Email: BlakeCassidy@romspen.com wes@romspen.com</p> <p>Tel: 416.928.4868 Fax: 416.928.3848</p> | <p><i>Romspen Investment Corporation</i></p> |

| Name of Counsel: | Name of Parties: |
|---|--|
| <p>Miller Thomson LLP 40 King Street West, Suite 5800 P.O. Box 1011 Toronto, Ontario M5H 3S1</p> <p>Attention: Asim Iqbal Gavin Finlayson Bryan Hicks Cobi Dayan</p> <p>E-mail: aiqbal@millerthomson.com gfinlayson@millerthomson.com bjhicks@millerthomson.com cdayan@millerthomson.com</p> <p>Tel: 416.597.6008</p> | <p><i>CIBT Education Group Inc., GEC Education City (Richmond) Limited Partnership and GEC (Richmond) GP Inc.</i></p> |
| <p>Harper Grey LLP Barristers & Solicitors 3200 – 650 West Georgia Street Vancouver, BC, V6B 4P7</p> <p>Attention: John Sullivan and Salman Bhura</p> <p>Email: jsullivan@harpergrey.com sbhura@harpergrey.com</p> <p>Tel: 604 687 0411</p> | <p><i>CIBT Education Group Inc., GEC Education City (Richmond) Limited Partnership and GEC (Richmond) GP Inc.</i></p> |
| <p>KPMG 777 Dunsmuir Street, 11th Floor Vancouver, BC, V7Y 1K3</p> <p>Attention: Huey Lee and Michelle Wang</p> <p>Email: hueylee@kpmg.ca mmwang@kpmg.ca</p> <p>Tel: 604 691 3000</p> | <p><i>Advisor to CIBT Education Group Inc., GEC Education City (Richmond) Limited Partnership and GEC (Richmond) GP Inc.</i></p> |

| Name of Counsel: | Name of Parties: |
|---|--|
| <p>McMillan LLP Royal Centre, Suite 1500 1055 West Georgia Street, PO Box 11117 Vancouver, BC V6E 4N7</p> <p>Attention: Vicki Tickle Dan Shouldice</p> <p>Email: vicki.tickle@mcmillan.ca daniel.shouldice@mcmillan.ca anita.grujic@mcmillan.ca</p> <p>Tel: 236-826-3022</p> | <p><i>R. Jay Management Ltd. and MNB Enterprises Inc.</i></p> |
| <p>Digby Leigh & Co. 201 - 3053 Edgemont Blvd., North Vancouver, BC V7R 2N5</p> <p>Attention: Digby Leigh</p> <p>Email: dleigh@leighco.ca vchen@leighco.ca</p> <p>Tel : 604-984-3394</p> | <p><i>MNB Enterprises Inc.</i></p> |
| <p>Bennett Jones 4500 Bankers Hall East 855 2nd Street SW Calgary, AB T2P 4K7</p> <p>Attention: Chris D. Simard Onna Kathler Adam Williams</p> <p>Email: simardc@bennettjones.com kathlerd@bennettjones.com williamsa@bennettjones.com</p> <p>Tel: 403.298.4485</p> | <p><i>JV Driver Investments Inc.</i></p> |

| Name of Counsel: | Name of Parties: |
|---|---|
| <p>JV Driver International 1458-409 Granville Street Vancouver, B.C. V6C 1T2</p> <p>Attention: Michael Weber Tamara Middleton Greg Pratch</p> <p>Email: mweber@jvdriver.com tmiddleton@jvdriver.com gpratch@jvdriver.com</p> <p>Tel: 604-349-2011</p> | <p><i>JV Driver International, J.V. Driver Inc. And 1185678 B.C. Ltd.</i></p> |
| <p>McCarthy Tetrault LLP 745 Thurlow St Suite 2400, Vancouver, BC V6E 0C5</p> <p>Attention: Lance Williams</p> <p>Email: lwilliams@mccarthy.ca sdanielisz@mccarthy.ca</p> <p>Tel: 604-643-7154</p> | <p><i>Metro-Can Construction (AT) Ltd., Keller Foundations Ltd., Rush Contracting Ltd. and Storm Guard Water Treatment Inc.</i></p> |
| <p>McLean & Armstrong LLP 300 – 1497 Marine Drive, West Vancouver, BC, V7T 1B8</p> <p>Attention: Chris Moore</p> <p>Email: cmoore@mcleanarmstrong.com</p> <p>Tel: 604 925 0672</p> | <p><i>Metro-Can Construction (AT) Ltd.</i></p> |
| <p>Deputy Attorney General British Columbia Regional Office Department of Justice Canada National Litigation Sector 900 - 840 Howe Street Vancouver, BC V6Z 2S9</p> <p>Attention: Jason Levine</p> <p>E-mail: jason.levine@justice.gc.ca</p> <p>Tel.: (604) 666-0632 Fax: (604) 666-1462</p> | <p><i>Her Majesty The Queen in Right of Canada</i></p> |

| Name of Counsel: | Name of Parties: |
|---|-------------------------------------|
| <p>Clark Wilson LLP 900 – 885 West Georgia Street Vancouver, BC V6C 3H1</p> <p>Attention: Chris Ramsay Katie Mak</p> <p>Email: cramsay@cwilson.com kmak@cwilson.com jlanda@cwilson.co@cwilson.com</p> <p>Tel: 604 687 5700</p> | <p><i>City of Richmond</i></p> |
| <p>Avison Young 1920 McKinney Avenue, Suite 1100 Dallas, TX 75201</p> <p>Attention: Michael Eurich</p> <p>Email: Michael.eurich@avisonyoung.com</p> | <p><i>Avison Young</i></p> |
| <p>DLA Piper 2800 – 666 Burrard Street Vancouver, BC V6C 2Z7</p> <p>Attention: Colin Brousson</p> <p>Email: colin.brousson@dlapiper.com</p> <p>Tel: 604 643 6400</p> | <p><i>Gryphon Living</i></p> |
| <p>Robert A. Millar LC</p> <p>Email: rmillarlc@gmail.com</p> <p>Tel: 604-506-3332</p> | <p><i>Wesgroup</i></p> |
| <p>Canada Revenue Agency 9737 King George Boulevard Surrey, BC V3T 5W6 Vancouver, BC V6Z 2S9</p> <p>Attention: K. Fuller</p> <p>Tel.: (236) 334-3246 Fax: (604) 658-2700</p> | <p><i>Canada Revenue Agency</i></p> |

SCHEDULE "B"

NO. S-222758
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

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 AND ARRANGEMENT
OF 0989705 B.C. LTD., ALDERBRIDGE WAY GP LTD.,
AND ALDERBRIDGE WAY LIMITED PARTNERSHIP

PETITIONERS

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE)
MADAM JUSTICE FITZPATRICK) WEDNESDAY, THE 27th DAY OF
SEPTMBER, 2023

ON THE APPLICATION of Metro-Can Construction (AT) Ltd., Keller Foundations Ltd., Rush Contracting Ltd. and Storm Guard Water Treatment Inc. (collectively, the "**Applicants**") coming on for hearing at Vancouver, British Columbia, on the 27th day of September, 2023; AND ON HEARING Lance Williams, counsel for the Applicants, and those other counsel listed on **Schedule "A"** hereto; AND UPON READING the material filed; AND CONSENT to the terms of this Order being given by the Petitioners and the court-appointed Monitor, MNP Ltd.;

THIS COURT ORDERS AND DECLARES THAT:

1. The stay of proceedings against the directors of the Petitioners pursuant to the initial order pronounced in these proceedings on April 1, 2022, as amended and extended (the "**Initial Order**"), is hereby lifted and is of no force and effect against the Applicants in relation to claims set out in the Notice of Civil Claim filed September 13, 2021 in Action No. S-218110, Vancouver Registry (the "**Claim**").
2. This Order does not preclude or otherwise prejudice the Applicants' right to apply to lift the stay of proceedings as against the Petitioners for the purpose of allowing the Applicants to prosecute the Claim against the Petitioners to final judgment, including any

appeals in relation thereto, provided that no enforcement steps shall be permitted against the Petitioners so long as the stay of proceedings in the Initial Order remains extant, or with further leave of this Court.

3. Endorsement of this Order by counsel appearing on this application other than counsel for the Petitioners and the Applicants is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

Signature of Lawyer for the Applicants
McCarthy Tétrault LLP
(H. Lance Williams)

Signature of Lawyer for the Petitioners
Dentons Canada LLP
(Morgan Burris)

BY THE COURT

REGISTRAR

SCHEDULE "A"

List of Counsel

| Name of Counsel | Party Represented |
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