

COURT FILE NUMBER KBG-RG-909-2023

COURT OF KING'S BENCH FOR SASKATCHEWAN
IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE REGINA

IN THE MATTER OF THE RECEIVERSHIP OF F & L CONCRETE SERVICES LTD.

NOTICE OF APPLICATION

(Discharge and Distribution Order)

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 Court.

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

| | |
|-------|--|
| Where | Court of King's Bench 2425 Victoria Ave, Regina, SK S4P 4W6 |
| Date | Friday, February 9, 2024 to be heard by WebEx |
| Time | 2:00 p.m. |

(Read the Notice at the end of this document to see what else you can do and when you must do it.)

Remedy claimed or sought:

1. An Order in the form of the proposed draft Discharge and Distribution Order: :
 - (a) Subject to the terms thereof, discharging MNP Ltd. as Receiver over the property, assets and undertakings of F & L Concrete Services Ltd. as initially ordered by the Honourable Justice Bergbusch on August 3, 2023;
 - (b) Staying the Sales Process Order, issued December 15, 2023, pending completion of the Receiver's mandate, following which it shall be of no further force and effect.
 - (c) Approving the distribution of certain sale proceeds and other funds held by or to be remitted to the Receiver, as set out in the Draft Order and Fifth Report of the Receiver;
 - (d) Approving the First Report, Supplemental to the First Report, Second Report, Third Report, Fourth Report and Fifth Report of the Receiver of the Receiver (collectively the "**Reports**");

- (e) Approving the professional fees and disbursements of the Receiver and its legal counsel as set out in the Fifth Report of the Receiver;
- (f) Approving the actions, activities and conduct of the Receiver from August 3, 2023 through to and including February 1, 2024 as more particularly described in the Reports;
- (g) Dismissing in full the application of the Debtor dated August 25, 2023 seeking, among other things, leave to commence an action against the Receiver.

2. Such further and other relief as counsel may request and this Honourable Court may allow.

Grounds for making this application:

- 3. The Receiver has now generated or received the necessary funds to satisfy all priority creditors in full, as well as Affinity Credit Union, the Senior Secured Lender. There will be sufficient assets and funds remaining such that the Debtor may be able to continue operations should the Receiver be discharged.
- 4. The Receiver and Debtor have obtained the cooperation of the subordinate secured and leasehold creditors. In many instances, the leasehold creditors have agreed to reinstate the leases pending discharge, provided the arrears are paid. There is sufficient cash in the estate to pay all leasehold and secured creditor arrears.
- 5. It is expected that the discharge of the Receiver will be unopposed. The possibility does remain that one or more creditors will seek an assessment of the Receiver's fees and disbursements and those of its legal counsel.
- 6. It is appropriate that the Discharge and Distribution Order be issued in the form filed so that the Receiver may complete its duties for the orderly wind up of the Receivership.

Material or evidence to be relied on:

- 7. The Receiver relies on the following material or evidence:
 - (a) this Notice of Application, with proof of service;
 - (b) the Service List;
 - (c) the First Report of the Receiver dated August 15, 2023;
 - (d) the Supplement to the First Report of the Receiver dated August 29, 2023;
 - (e) the Second Report of the Receiver dated September 27, 2023;
 - (f) the Third Report of the Receiver dated October 12, 2023;
 - (g) the Fourth Report of the Receiver dated December 1, 2023;
 - (h) the Fifth Report of the Receiver dated February 1, 2024;
 - (i) the form of Draft Discharge and Distribution Order filed herewith;

- (j) a redline document showing the changes made in the Draft Discharge and Distribution Order from the Saskatchewan Template Sale Approval and Vesting Order; and
- (k) Such further and other materials as counsel may advise and this Honourable Court may allow.

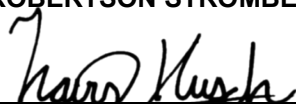
Applicable Acts and Regulations:

- 8. The *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, Part XI.
- 9. The *Personal Property Security Act*, 1993, SS 1993, c P-6.2, s 63-64.
- 10. The *King's Bench Act, 1998*, SS 1998 c Q-1.01, section 12.

DATED at Saskatoon, Saskatchewan, this 1st day of February, 2024.

ROBERTSON STROMBERG LLP

For:


M. Kim Anderson, K.C.
Solicitor for the Receiver

NOTICE

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 at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

CONTACT INFORMATION AND ADDRESS FOR SERVICE

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