

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
(Sale Approval and Vesting 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, October 20, 2023 to be heard by WebEx
Time	10:00 a.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 Sale Approval and Vesting Order filed herewith:
 - (a) approving and authorizing the sale pursuant to the Purchase Agreement (the "**Purchase Agreement**") between the Receiver and Chris Fichter Holdings Limited (the "**Purchaser**") respecting the purchased assets (the "**Assets**") made effective October 4, 2023;
 - (b) authorizing and directing MNP Ltd., in its capacity as receiver (the "**Receiver**") of the assets, undertakings and properties of F & L Concrete Services Ltd. (the "**Debtor**"), to implement the required process to close the sale contemplated by Purchase Agreement;
 - (c) vesting in the Purchaser all right, title and interest in and to such Assets, free and clear of all liens, charges, and encumbrances, save and except for such permitted encumbrances outlined in the Sale Agreement;

- (d) Approving the First Report, Supplemental to the First Report, Second Report and Third Report of the Receiver (collectively the “**Reports**”); and
- (e) Approving the actions, activities and conduct of the Receiver from August 3, 2023 through to and including October 13, 2023 as more particularly described in the Reports.

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

Grounds for making this application:

- 3. The sale is consented to by the Debtor, as it will be the Debtor’s principal’s holding company who will be purchasing the Assets. It is understood by the Receiver that the Debtor intends to use this sale, as well as a future sale, to payout the debts of the Debtor and discharge the Receiver.
- 4. The purchase price proposed for the sale of the Assets is in line with the Appraisal, a copy of which is already included on the Court File in Mr. Fichter’s first affidavit.
- 5. As this is a private sale, significant cost will be saved by avoiding the need for real estate professionals.
- 6. The Applicant and the respondents are in agreement with the Receiver’s recommendation and support this application. The Debtor is the party who brought this sale forward.

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 Supplemental 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 form of draft Sale Approval and Vesting Order filed herewith;
 - (h) the form of Draft Order Approving the Receiver’s Reports and Actions;
 - (i) a redline document showing the changes made in the draft Sale Approval and Vesting Order from the Saskatchewan Template Sale Approval and Vesting Order; and
 - (j) 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 12th day of October, 2023.

ROBERTSON STROMBERG LLP



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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