

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 27, 2023 to be heard by WebEx
Time	1:30 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 Sale Approval and Vesting Order filed herewith:
 - (a) approving and authorizing the sale of the Equipment, as defined in the Confidential Report of the Receiver, pursuant to the terms of the Straight Commission Auction Agreement dated October 5, 2023 as further described in the Confidential Report of the Receiver ("**Sale Agreement**");
 - (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 Sale Agreement;
 - (c) vesting in the eventual purchaser of the Equipment in the auction conducted by Ritchie Bros. pursuant to the terms of the Sale Agreement all right, title and interest in and to such Equipment, 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 ,Third Report and Confidential Report of the Receiver (collectively the “**Reports**”);
- (e) Sealing the Confidential Report of the Receiver on such terms and conditions as further outlined in the Sale and Vesting Order; and
- (f) 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 Equipment contemplated to be sold by the Sale Agreement was previously proposed to be auctioned by Ritchie Bros. by the Debtor. It is assumed that the Debtor will not be opposed to this sale though no response has been received from the Debtor to date.
- 4. A public auction will maximize the sale price for the Equipment sold.
- 5. Given the amount of time that has passed since the Initial Receivership Order, it is appropriate that a sale of some of the Equipment be made to minimize the costs of the Receivership.
- 6. As the equipment is going to be sold by public auction, the disclosure of the sale agreement and valuation of the Equipment could jeopardize the legitimacy of the auction process.

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 Confidential Report for the Receiver dated October 23, 2023;
 - (h) the form of draft Sale Approval and Vesting Order filed herewith;
 - (i) the form of Draft Order Approving the Receiver’s Reports and Actions (already filed);
 - (j) a redline document showing the changes made in the draft Sale Approval and Vesting Order from the Saskatchewan Template Sale Approval and Vesting Order;
 - (k) Brief of Law; and

- (l) 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 23 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

ROBERTSON STROMBERG LLP

Barristers & Solicitors
Suite 600, 105 – 21st Street East
Saskatoon, SK S7K 0B3

Lawyer in Charge of file: M. Kim Anderson, K.C./Travis K. Kusch
Direct Line: (306) 933-1344
Facsimile: (306) 652-2445
E-Mail: mk.anderson@rslaw.com