

COURT FILE NUMBER 2203 12557  
COURT COURT OF KING'S BENCH OF ALBERTA  
JUDICIAL CENTRE EDMONTON  
APPLICANT ROYAL BANK OF CANADA  
RESPONDENTS FAISSAL MOUHAMAD PROFESSIONAL CORPORATION, MCIVOR DEVELOPMENTS LTD., 985842 ALBERTA LTD., 52 DENTAL CORPORATION, DELTA DENTAL CORP., 52 WELLNESS CENTRE INC., PARADISE MCIVOR DEVELOPMENTS LTD., MICHAEL DAVE MANAGEMENT LTD., FAISSAL MOUHAMAD and FETOUN AHMAD also known as FETOUN AHMED



DOCUMENT **APPLICATION (APPROVAL OF FEES AND ACTIVITIES, INTERIM SRD, ALLOCATION, DISTRIBUTIONS, AND DISCHARGE)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT McMillan LLP  
TD Canada Trust Tower  
1700, 421 – 7<sup>th</sup> Avenue SW  
Calgary, Alberta T2P 4K9

**Attention: Adam Maerov/Kourtney Rylands/  
Preet Saini**  
Telephone: (403) 531-4700  
Fax: (403) 531-4720  
File Number: 293571

**NOTICE TO THE 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:

Date: Wednesday, June 12, 2024  
Time: 2:00pm  
Where: Edmonton Law Courts, via WebEx as attached as Appendix "A"  
Before: The Honourable Justice Lema

Go to the end of this document to see what you can do and when you must do it.

**Remedy claimed or sought:**

1. MNP Ltd., in its capacity as receiver and manager ("**Receiver**") of Faissal Mouhamad Professional Corporation ("**FMPC**"), Delta Dental Corp. ("**DDC**") and 52 Dental Corporation, 52 Wellness Centre Inc. ("**52 Wellness**"), Michael Dave Management Ltd. ("**MDML**") and 985842 Alberta Ltd. ("**985842**") (collectively, the "**Debtors**") seeks an order containing the following relief as outlined in the proposed form of order attached hereto as **Schedule "A"**:

- a. approving the activities, actions, and conduct of the Receiver in administering these receivership proceedings as described in the Eleventh Report of the Receiver dated June 4, 2024 (the "**Eleventh Report**") and all prior reports prepared for these proceedings;
- b. approving the interim statements of receipts and disbursements for FMPC and DDC, MDML and 985842 as described in the Eleventh Report;
- c. approving distributions from the receivership estates of FMPC and DDC, MDML and 985842 as described in the Eleventh Report, including release of liability for the Receiver in respect of a payment into court on behalf of 985842;
- d. approving the professional fees and disbursements of the Receiver and of McMillan LLP, legal counsel to the Receiver, without the necessity of a formal assessment of its accounts, for the period from January 1, 2023 to April 30, 2024, including estimated costs to complete for each of FMPC and DDC, MDML and 985842, as further outlined in the Eleventh Report;
- e. discharging the Receiver in respect of the receiverships of FMPC and DDC, MDML and 985842 upon the filing of respective certificates confirming the completion of the Receiver's remaining obligations and, upon the discharge of the Receiver:
  - (i) releasing the Receiver from liability for any acts or omissions on its part, in relation to the respective receivership, save and except for liability arising out of any fraud, gross negligence or willful misconduct; and

- (ii) staying any action or proceedings against the Receiver, in relation to the respective receiverships, without prior leave of the Court on notice to the Receiver; and,
  - f. abridging the time for service of this Application, if necessary, and declaring that this Application is properly returnable and that further service of this Application is hereby dispensed with;
2. Such further and other relief as counsel may request and this Honourable Court may deem appropriate.

**Grounds for Making this Application:**

**A. Overview**

3. MNP Ltd. previously acted as interim receiver of FMPC, 52 Dental Corporation, and DDC pursuant to an interim receivership order granted on August 23, 2022 (in such capacity, the “**Interim Receiver**”).
4. On September 16, 2022, MNP Ltd. was appointed as receiver and manager over all of the current and future assets, undertakings, and properties of FMPC, 52 Dental Corporation, DDC, MDML, and 52 Wellness.
5. On September 29, 2022, MNP Ltd. was appointed as receiver and manager over all of the current and future assets, undertakings, and properties of 985842.
6. On May 8, 2023, Orders were granted approving the consolidation of the receivership estates of FMPC and DDC.
7. The Debtors’ operations can be summarized as follows:

Summary of Companies in Receivership		
Corporate entity	Directors/ Officers	Description of Operations
Faissal Mouhamad Professional Corporation o/a Delta Dental	F. Mouhamad is the sole director and shareholder	Operates a dental clinic under the name "Delta Dental" (" <b>Delta Dental</b> ").
Delta Dental Corp.	F. Ahmed is the sole director and shareholder	Has no independent operations; previously managed Delta Dental on behalf of FMPC; however, no corresponding agreement was in place.
52 Dental Corporation	F. Ahmed is the sole director and shareholder	Operates a dental clinic under the name "52 Dental" (" <b>52 Dental</b> ").
52 Wellness Centre Inc.	F. Mouhamad is the sole director and shareholder	Owns a building located at 3505 52nd Street SE, Calgary, Alberta (the " <b>52 Building</b> "). The 52 Building houses 52 Dental and five other commercial tenants.
Michael Dave Management Ltd.	F. Mouhamad is the sole director and shareholder	Owns a building located at 7151 50th Avenue in Red Deer, Alberta (the " <b>Delta Building</b> ") that houses Delta Dental.
985842 Alberta Ltd.	F. Mouhamad is the sole director and shareholder	Owns a commercial unit located in a building at 108, 5205 Power Center Boulevard in Drayton Valley, Alberta the (" <b>DV Unit</b> ").

8. The key assets in these receivership proceedings were operating dental clinics known as Delta Dental and 52 Dental (collectively, the "**Dental Offices**") and three real properties, which are defined above as the "52 Building", the "Delta Building" and the "DV Unit" (collectively, the "**Real Properties**").

9. The sale of Delta Property (as defined in the Eleventh Report), the 52 Clinic (as defined in the Eleventh Report), the DV Unit and the 52 Building have all been completed.

#### **B. Approval of Actions, Activities and Conduct**

10. The activities of the Receiver and its independent legal counsel are described in detail in the Eleventh Report and the preceding reports of the Receiver filed in these proceedings.

11. The Receiver submits that its actions, activities and conduct and those of its independent legal counsel were appropriate and necessary for the administration of the receivership and ought to be approved by this Honourable Court.

#### **C. Approval of Interim Statements of Receipts and Disbursements**

12. The interim statements of receipts and disbursements of the Receiver for various periods ending May 31, 2024 for FMPC and DDC, MDML and 985842 are described in detail in the Eleventh Report.

13. The Receiver submits that its interim receipts and disbursements were appropriate and necessary in the administration of the receiverships and ought to be granted by this Honourable Court.

**D. Approval of Distributions**

14. On February 14, 2024, this Court granted an order approving a claims process to solicit claims from all creditors of the Debtors for the purpose of determining the creditors (the “**Claims Process**”) that would be eligible to share in any distributions made in the receivership proceedings. The Claims Process was directed to all creditors other than those whose claims related only to registered interests in real property. A summary of the priority and secured claims as at May 10, 2024 as well as a summary of claims that were disallowed and were claimants disputed those disallowances are described further in the Eleventh Report. The Receiver is seeking the following distributions based on eligible claims:

**The Delta Distributions**

15. Royal Bank of Canada (“**RBC**”) has registrations against FMPC and DDC at the Alberta Personal Property Registry in respect of security interests granted by FMPC and Mclvor for the FMPC Indebtedness and the Mclvor Indebtedness (the “**RBC Security**”).

16. McMillan has completed an independent review of the RBC Security and determined that the RBC Security is, subject to the usual assumptions and qualifications, valid and enforceable as against the consolidated estate of FMPC and DDC.

17. RBC, CWB National Leasing Inc. and the Jovica Group all asserted claims against some or all of the clinical equipment in use at the Delta Clinic (the “**Delta Equipment**”). The Delta Settlement Order (as defined in the Eleventh Report) set out the amounts payable to RBC, CWB and the Jovica Group from the net sale proceeds of the Delta Equipment (the “**Equipment Proceeds**”). The Receiver has proposed that these payments be made net of the Delta Cost Allocation of 18%, which the Receiver understands to be supported by the Settlement Parties.

18. Pursuant to the Claims Process, Canada Revenue Agency (“**CRA**”) filed a deemed trust claim for payroll source deductions in the amount of \$18,000 and RBC filed a secured proof of claim in the amount of approximately \$3.4 million (the “**RBC Claim**”). In light of the Claim Orders having been granted, outside of the Delta CRA Priority Claim, and the payments due pursuant to the Delta Settlement Order, the Receiver is not aware of any claims that would rank in priority to the RBC Claim. As such, at the June 12 Hearing, the Receiver intends to seek approval to make the following distributions:

- a. The Delta CRA Priority Claim;

- b. Payments of \$40,000 to CWB from the Equipment Proceeds with the remainder of the Equipment Proceeds being split evenly between RBC and the Jovica Group. These payments will be made net of the Delta Cost Allocation; and
- c. A distribution of the remaining balance in the receivership estate of FMPC and DDC to RBC in partial payment of the RBC Claim.

### **The MDML Distributions**

19. 1245233 and Solar Star have registrations against MDML at the Alberta Personal Property Registry and also held a registered mortgage (the “**Delta Mortgage**”) and an assignment of rents and leases in respect of the Delta Building.

20. McMillan completed an independent review of the Delta Mortgage and determined that the Delta Mortgage is, subject to the usual assumptions and qualifications, valid and enforceable as against MDML.

21. Pursuant to an Order granted on January 11, 2024, the Court approved the distribution of the net sale proceeds from the sale of the Delta Building to 1245233 and Solar Star (defined above as the “**Delta Mortgage Distribution**”) and the Receiver made a distribution of \$1.0 million to Solar Star and 1245233.

22. Pursuant to the Claims Process, Solar Star and the Jovica Group filed claims totaling approximately \$1.5 million, which included the balance due pursuant to the Delta Mortgage (the “**MDML Jovica Claim**”). On May 9, 2024, the Receiver was advised by legal counsel for the Jovica Group that the MDML Jovica Claim was being amended to approximately \$125,000 (subject to further amendment based on the calculation of certain costs and expenses). As such, at the June 12 Hearing, the Receiver intends to seek approval to make a distribution to Solar Star and 1245233 up to the balance due under the MDML Jovica Claim.

23. If there be any funds remaining in the receivership of MDML following payment of the MDML Jovica Claim, the Receiver is seeking approval to distribute any remaining funds to RBC, pursuant to the RBC Claim, which is the only other secured claim filed in respect of MDML.

### **The 985842 Distribution**

24. 1193770 has registrations against 985842 at the Alberta Personal Property Registry and also held a registered mortgage (the “**DV Mortgage**”) and an assignment of rents and leases in respect of the DV Unit.

25. McMillan completed an independent review of the DV Mortgage and determined that the DV Mortgage is, subject to the usual assumptions and qualifications, valid and enforceable as against 985842.

26. Mahmoud Mohamad has also asserted a claim against the DV Unit based on a Certificate of Lis Pendens (the “**Mahmoud CLP**”) that was filed against the DV Unit prior to the registration of the DV Mortgage. The Mahmoud CLP relates to an ongoing litigation, the results of which are unknown. As such, in the Receiver’s view, the distribution of the net sale proceeds from the DV Unit can best be addressed at a future date outside of the receivership proceedings.

27. Pursuant to the Claims Process, 1193770 filed a claim for approximately \$816,800 that included the balance due pursuant to the DV Mortgage (the “**985842 Jovica Claim**”). The 985842 Jovica Claim was amended to approximately \$971,400 on May 10, 2023.

28. CRA filed a deemed trust claim for GST in the amount of \$5,300 (defined above as the “985842 CRA Priority Claim”). In order to conclude the receivership for 985842, the Receiver intends to seek approval to make the following distributions, subject to any required amount to complete the administration of the receivership estate:

- a. Payment of the 985842 CRA Priority Claim; and
- b. Payment into Court of the remaining balance in the receivership to be held subject to a further Order of the Court or further agreement between 1193770, Mahmoud and any other party that may assert an interest.

### **E. Approval of Professional Fees and Disbursements of the Receiver**

29. The Receiver incurred the following fees and disbursements totaling \$371,203 (inclusive of applicable sales taxes) for the period from January 1, 2023 to April 30, 2024 and it is estimated that the Receiver would require the following additional fees and disbursements totaling \$38,745

(inclusive of applicable sales taxes) to complete the administration of the receivership estates of FMPC and DDC, MDML and 985842 (the “**Receiver’s Fees**”).

- a. \$175,048 for FMPC and DDC plus \$7,245 to complete the administration of the receivership for a total of \$182,293 (all inclusive of applicable sales taxes);
- b. \$112,515 for MDML plus \$15,750 to complete the administration of the receivership for a total of \$128,265 (all inclusive of applicable sales taxes); and
- c. \$83,639 for 985842 plus \$15,750 to complete the administration of the receivership for a total of \$99,389 (all inclusive of applicable sales taxes)

30. McMillan LLP incurred the following fees and disbursements totaling \$397,010 (inclusive of applicable sales taxes) for the period from January 1, 2023 to April 30, 2024, which includes an unpaid amount of \$13,295 (inclusive of applicable sales tax) in Interrogatory Fees and it is estimated that McMillan LLP would require the following fees and disbursements totaling \$31,500 (inclusive of applicable sales taxes) to complete the administration of the receivership estates of FMPC and DDC, MDML and 985842 (the “**Receiver’s Legal Fees** and collectively with the Receiver’s Fees, the “**Professional Fees**”).

- a. \$142,271 for FMPC and DDC plus \$10,500 to complete the administration of the receivership for a total of \$152,771 (all inclusive of applicable sales taxes);
- b. \$81,061 for MDML plus \$6,648 for Interrogatory Fees and \$10,500 to complete the administration of the receivership for a total of \$98,209 (all inclusive of applicable sales taxes); and
- c. \$160,383 for 985842 plus \$6,648 for Interrogatory Fees and \$10,500 to complete the administration of the receivership for a total of \$177,530 (all inclusive of applicable sales taxes).

31. The Professional Fees as well as the allocation of the Professional as between each of FMPC and DDC, MDML and 985842 are described further in the Eleventh Report.

32. The Receiver respectfully submits that the Professional Fees accurately reflect the work done by the Receiver and McMillan LLP for such period, and are fair and reasonable in the circumstances and justified in the circumstances. The Professional Fees were charged by the



Receiver and McMillan at their standard hourly rates and, in the Receiver's experience, are comparable to the standard rates of other providers of similar services in Alberta.

33. The Receiver also respectfully submits that the allocation of the Professional Fees amongst the receivership estates of FMPC and DDC, MDML and 985842 is appropriate given the work that was completed to administer each respective estate.

**F. Discharge of the Receiver for FMPC and DDC, MDML and 985842**

34. All matters pertaining to the administration of the receiverships over all of the current and future assets, undertakings and property of FMPC and DDC, MDML and 985842 will have been substantially finalized following the making of the distributions as described in the Eleventh Report, with the exception of the remaining administrative matters described in the Eleventh Report.

35. Upon completion of the administrative matters as described in the Eleventh Report, the Receiver will file discharge certificates for each of FMPC and DDC, MDML and 985842 respectively and submits that there are no other matters outstanding preventing the discharge of the Receiver and that a discharge as against each of FMPC and DDC, MDML and 985842 is appropriate.

**Material of evidence to be relied on:**

36. Receivership Order pronounced on September 16, 2022 by The Honourable Justice Mah.
37. Receivership Order pronounced on September 29, 2022 by The Honourable Justice Mah.
38. Consent Order pronounced on December 6, 2024 by The Honourable Justice Neilson.
39. Eleventh Report of the Receiver dated June 4, 2024;
40. The other Reports filed by the Receiver and Interim Receiver in these proceedings.
41. All pleadings, affidavits and other materials filed in this action.
42. The inherent jurisdiction of this Honourable Court.
43. Such further and other grounds as counsel may advise and this Honourable Court may deem just.

**Applicable Rules:**

- 44. Rules 6.47, 6.9, 11.27 and 13.5 of the Alberta Rules of Court; and
- 45. Such further material as counsel may advise and this Honourable Court may permit.

**Applicable Acts and Regulations:**

- 46. *Bankruptcy and Insolvency Act*, RSC 1985 c. B-3, as amended;
- 47. *Judicature Act*, R.S.A. 2000, c. J-2, as amended;
- 48. This Court's equitable and inherent jurisdiction; and
- 49. Such further authority as counsel may advise and this Honourable Court may permit.

**How the application is proposed to be heard or considered:**

- 50. Commercial Chambers before Justice Lema by WebEx.

**WARNING**

You are named as a respondent because you have made or are expected to make an adverse claim in respect of this originating application. If you do not come to Court either in person or by your lawyer, the Court may make an order declaring you and all persons claiming under you to be barred from taking any further proceedings against the applicant(s) and against all persons claiming under the applicant(s). You will be bound by any order the Court makes, or another order might be given or other proceedings taken which the applicant(s) is/are entitled to make without any further notice to you. If you want to take part in the application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of this form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.

## Appendix "A"

### Webex Information

**Counsel: Please ensure that all relevant parties have received Webex information.**

**Virtual Courtroom 86** has been assigned for the above noted matter:

Virtual Courtroom Link:

<https://albertacourts.webex.com/meet/virtual.courtroom86>

Instructions for Connecting to the Meeting

1. Click on the link above or open up Chrome or Firefox and cut and paste it into your browser address bar.
2. If you do not have the Cisco Webex application already installed on your device, the site will have a button to install it. Follow installation instructions. Enter your full name and email address when prompted
3. Click on the **Open Cisco Webex Meeting**.
4. You will see a preview screen. Click on **Join Meeting**.

Key considerations for those attending:

1. Please connect to the courtroom **15 minutes prior** to the start of the hearing.
2. Please ensure that your microphone is muted and remains muted for the duration of the proceeding, unless you are speaking. Ensure that you state your name each time you speak.
3. If bandwidth becomes an issue, some participants may be asked to turn off their video and participate by audio only.
4. **Note: Recording or rebroadcasting of the video is prohibited.**
5. **Note: It is highly recommended you use headphones with a microphone or a headset when using Webex. This prevents feedback.**

For more information relating to Webex protocols and procedures, please visit:  
<https://www.albertacourts.ca/qb/court-operations-schedules/webex-remote-hearings-protocol>

You can also join the meeting via the "Cisco Webex Meetings" App on your smartphone/tablet or other smart device. You can download this via the App marketplace and join via the link provided above.

**Schedule "A"**

Form of Order for Approval of Receiver's Activities and Fees, Distributions and Discharge

(see attached)

COURT FILE NUMBER 2203 12557  
COURT COURT OF KING'S BENCH OF ALBERTA  
JUDICIAL CENTRE EDMONTON

Clerk's Stamp

PLAINTIFF ROYAL BANK OF CANADA  
DEFENDANTS FAISSAL MOUHAMAD PROFESSIONAL CORPORATION, MCIVOR DEVELOPMENTS LTD., 985842 ALBERTA LTD., 52 DENTAL CORPORATION, DELTA DENTAL CORP., 52 WELLNESS CENTRE INC., PARADISE MCIVOR DEVELOPMENTS LTD., MICHAEL DAVE MANAGEMENT LTD., FAISSAL MOUHAMAD and FETOUN AHMAD also known as FETOUN AHMED

DOCUMENT **ORDER (APPROVAL OF FEES AND ACTIVITIES, INTERIM SRD, ALLOCATION, DISTRIBUTIONS, AND DISCHARGE)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

**McMillan LLP**  
TD Canada Trust Tower  
#1700, 421-7<sup>th</sup> Avenue SW  
Calgary, Alberta T2P 4K9

**Attention: Adam Maerov/Kourtney Rylands/  
Preet Saini**

Telephone: 403.531.4700  
Fax: 403.531.4720  
File No.: 293571

**DATE ON WHICH ORDER WAS PRONOUNCED:** June 12, 2024

**LOCATION WHERE ORDER WAS PRONOUNCED:** Edmonton Law Courts

**NAME OF JUSTICE WHO MADE THIS ORDER:** The Honourable Justice Lema

UPON THE APPLICATION of MNP Ltd., in its capacity as court-appointed receiver and manager (the “**Receiver**”) of Faissal Mouhamad Professional Corporation (“**FMPC**”), 52 Dental Corporation, Delta Dental Corp. (“**DDC**”), Michael Dave Management Ltd. (“**MDML**”), 52 Wellness

Centre Inc. (“**52 Wellness**”) and 985842 Alberta Ltd. (“**985842**”); AND UPON reviewing the Eleventh Report of the Receiver dated June 4, 2024 (“**Eleventh Report**”); AND UPON reviewing the receivership order granted by the Honourable Justice Mah on September 16, 2022 appointing the Receiver in respect of FMPC, 52 Dental Corporation, Delta Dental, MDML and 52 Wellness and the order granted by the Honourable Justice Mah on September 29, 2022, appointing the Receiver in respect of 985842; AND UPON reviewing the order granted by the Honourable Justice Lema on May 8, 2023 substantively consolidating the receivership estates of FMPC and DDC; AND UPON reviewing the Affidavit of Service confirming service on the service list contained therein (“**Service List**”); AND UPON noting that the Receiver seeks to be discharged as receiver of FMPC and DDC, MDML and 985842 (collectively, the “**Discharged Estates**”). AND UPON hearing counsel for the Receiver and any other interested parties present;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

**SERVICE**

1. Service of notice of this application and support materials (collectively, the “**Application**”) is hereby declared to be good and sufficient and no other person is required to have been served with notice of this Application.

**APPROVAL OF ACTIVITIES**

2. The Receiver’s actions, activities, and conduct as set out in the Eleventh Report and in all of the Receiver’s other reports filed in this action, are hereby ratified and approved provided that only the Receiver, in its personal capacity and with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approvals.

**APPROVAL OF INTERIM STATEMENT OF RECEIPTS AND DISBURSEMENTS**

3. The Receiver’s interim statements of receipts and disbursements for each of the Discharged Estates as set out in the Eleventh Report are hereby ratified and approved.

**DISTRIBUTIONS**

4. The Receiver is authorized and directed to make the following distributions as described in the Eleventh Report, all net of fees and costs to complete the administration of each of the respective Discharged Estates:

## (a) From the consolidated receivership estate of FMPC and DDC:

- i. payment to Canada Revenue Agency in the amount of approximately \$18,000 on account of its deemed trust claim for unremitted payroll source deductions;
- ii. payment from net sale proceeds (the “**Equipment Proceeds**”) of the Delta Equipment (as defined in the Eleventh Report) less the Delta Cost Allocation (as defined in the Eleventh Report) pursuant to the Consent Order granted by Justice Neilson on December 6, 2023 as follows:
  - i. payment to Canadian Western Bank (“**CWB**”) from the Equipment Proceeds in the amount of \$40,000 less the proportionate amount of the Delta Cost Allocation (as defined in the Eleventh Report); and
  - ii. payment of the balance of Equipment Proceeds after the payment to CWB above to be split evenly between Royal Bank of Canada and the Jovica Group (as defined in the Eleventh Report) less the proportionate amount of the Delta Cost Allocation (as defined in the Eleventh Report); and
- iii. payment of the remaining balance in the consolidated receivership estate of FMPC and DDC to Royal Bank of Canada in partial payment of its secured claim.

## (b) From the estate of MDML:

- i. payment to Solar Star and 1245233 (as defined in the Eleventh Report) for up to the balance of the MDML Jovica Claim; and
- ii. to the extent that there are additional funds available, payment of such funds to Royal Bank of Canada on account of its secured claim.

## (c) From the estate of 985842:

- i. payment to Canada Revenue Agency in the amount of approximately \$5,300 on account of its deemed trust claim for Goods and Services Tax; and
- ii. payment of the remaining balance in the receivership estate into Court, pending a further Court Order or a further agreement between the Jovica Group, Mahmoud Mohamad and any other party who may assert an interest (the “**Payment into Court**”).

5. Upon the Payment into Court being made by the Receiver, any liability or obligations of the Receiver in relation to the Payment into Court are satisfied and extinguished.

**PROFESSIONAL FEES**

6. The Receiver's accounts for fees and disbursements, for the period from January 1, 2023 to April 30, 2024, and the Receiver's estimated fees to complete the receivership of the Discharged Estates (the “**Receiver's Fees**”) as set out in the Eleventh Report are hereby approved without the necessity of a formal passing of its accounts.

7. The accounts of the Receiver's legal counsel, McMillan LLP, for fees and disbursements, for the period from January 1, 2023 to April 30, 2024, and McMillan LLP's estimated fees to complete the receivership of the Discharged Estates (the "**Receiver's Legal Fees**") as set out in the Eleventh Report are hereby approved without the necessity of a formal assessment of its accounts.
8. The allocation of the Receiver's Fees and the Receiver's Legal Fees, among the Discharged Estates as set out in the Eleventh Report is hereby approved.

#### **DISCHARGE OF RECIEVER OF FMPC AND DDC, MDML AND 985842**

9. On the evidence before the Court, the Receiver has satisfied its reported obligations under and pursuant to the terms of the Orders granted in the within proceedings up to and including the date hereof, and the Receiver shall not be liable for any reported act or omission on its part including, without limitation, any reported act or omission pertaining to the discharge of its duties in the within proceedings for the Discharged Estates, save and except for any liability arising out of any in fraud, gross negligence or willful misconduct on the part of the Receiver, or with leave of the Court. Subject to the foregoing, any claims against the Receiver in connection with the performance of its reported duties for the Discharged Estates are hereby stayed, extinguished and forever barred.
10. No action or other proceedings shall be commenced against the Receiver in any way arising from or related to its capacity or conduct as Receiver, except with prior leave of this Court on Notice to the Receiver, and upon such terms as this Court may direct.
11. Upon the Receiver filing a discharge certificate with the Clerk of the Court in the form attached hereto as Schedule "A" certifying that it has completed the outstanding activities for administration of the Discharged Estates as set out in paragraph 47 of the Eleventh Report, then the Receiver shall be discharged as Receiver of the Discharged Estates and their respective debtors, provided however, that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership of the Discharged Estates, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of MNP Ltd. in its capacity as Receiver.

#### **SERVICE OF THIS ORDER**

12. Service of this Order shall be deemed good and sufficient by:



- a. Serving the same on:
  - (i) the persons listed on the Service List created in these proceedings;
  - (ii) any other person served with notice of the application for this Order;
  - (iii) any other parties attending or represented at the application for this Order; and
- b. Posting a copy of this Order on the Receiver's website at:  
<https://mnpdebt.ca/en/corporate/corporate-engagements/fmpc>

and service on any other person is hereby dispensed with.

- 13. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following transmission or delivery of this Order.

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Justice of the Court of King's Bench of Alberta

**Schedule "A"**  
**Form of Receiver's Discharge Certificate**

COURT FILE NUMBER	2203 12557
COURT	COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE	EDMONTON
PLAINTIFF DEFENDANTS	ROYAL BANK OF CANADA FAISSAL MOUHAMAD PROFESSIONAL CORPORATION, MCIVOR DEVELOPMENTS LTD., 985842 ALBERTA LTD., 52 DENTAL CORPORATION, DELTA DENTAL CORP., 52 WELLNESS CENTRE INC., PARADISE MCIVOR DEVELOPMENTS LTD., MICHAEL DAVE MANAGEMENT LTD., FAISSAL MOUHAMAD and FETOUN AHMAD also known as FETOUN AHMED

DOCUMENT	<b>RECEIVER'S CERTIFICATE</b>
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ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	<b>McMillan LLP</b> TD Canada Trust Tower #1700, 421-7 <sup>th</sup> Avenue SW Calgary, Alberta T2P 4K9
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**Attention: Adam Maerov/Kourtney Rylands/  
Preet Saini**

Telephone: 403.531.4700  
Fax: 403.531.4720  
File No.: 293571

**RECITALS**

- A. Effective pursuant to the receivership order granted by the Honourable Justice Mah on September 16, 2022 in respect of Faissal Mouhamad Professional Corporation ("FMPC"), 52 Dental Corporation, Delta Dental Corp. ("DDC"), Michael Dave Management Ltd. ("MDML"), and 52 Wellness Centre Inc., and the receivership order granted by the Honourable Justice Mah on September 29, 2022 in respect of 985842 Alberta Ltd. ("985842", and together with FMPC and DDC and MDML, the "Discharged Estates") and collectively, the "Debtors") in the within action in the Court of King's Bench of Alberta (the "Court"), MNP Ltd. was appointed the receiver and manager (the "Receiver"), without security, of all of the current and future assets, undertakings

and properties of every nature and kind whatsoever, and wherever situate, including all proceeds thereof (the “Property”);

- B. Pursuant to an Order of the Court dated June 12, 2024, MNP Ltd. was discharged as Receiver of the Discharged Estates to be effective upon the filing by the Receiver with the Court of a discharge certificate confirming that the Receiver has completed the outstanding tasks described in paragraph 47 of the Eleventh Report of the Receiver dated June 4, 2024 (the “Eleventh Report”), provided, however, notwithstanding its discharge: (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership of the Discharged Estates, and (b) the Receiver shall continue to have the benefit of all provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of MNP Ltd. in its capacity as Receiver.

**THE RECEIVER CERTIFIES** the following:

1. The outstanding tasks described in paragraph 47 of the Eleventh Report have been completed to the satisfaction of the Receiver.
2. This Certificate was delivered by the Receiver at **[Time]** on **[Date]**.

MNP Ltd. in its capacity as Receiver of the undertakings, property and assets of Faissal Mouhamad Professional Corporation and Delta Dental Corporation, Michael Dave Management Limited and 985842 Alberta Ltd., and not in its personal or corporate capacity.

Per; \_\_\_\_\_  
 Name:  
 Title: