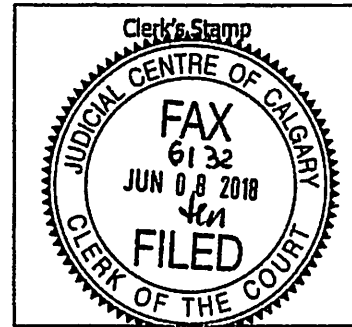


Form 27  
Alberta Rules of Court  
Rule 6.5

COURT FILE NO. 1801-02453  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY



PLAINTIFF ROYAL BANK OF CANADA  
DEFENDANTS WESTRIDGE ELECTRIC LTD., GAP ELECTRIC LTD. AND 1880489 ALBERTA LTD.

DOCUMENT **APPLICATION BY MNP LTD. IN ITS CAPACITY AS RECEIVER OF WESTRIDGE ELECTRIC LTD., GAP ELECTRIC LTD. AND 1880489 ALBERTA LTD.**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

McLENNAN ROSS LLP  
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Edmonton, AB T5N 3Y4

Lawyer: Stephen J. Livingstone  
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File No.: 180905

**NOTICE TO RESPONDENT:**

This application is made against you. You are a Respondent.

You have the right to state your side of this matter before the Master.

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

**Date:** JUNE 15, 2018  
**Time:** 10:00 am  
**Where:** Law Courts, 1A Sir Winston Churchill Square, Edmonton, AB T5J 0R2  
**Before Whom:** The Honorable Justice J.J. Gill in Chambers

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

**Remedy claimed or sought:**

MNP Ltd. in its capacity as Court appointed Receiver and Manager (the "Receiver") of the assets, undertakings and properties of WESTRIDGE ELECTRIC LTD. ("WESTRIDGE"), GAP ELECTRIC LTD. ("GAP") and 1880489 ALBERTA LTD. ("188") (collectively the "Debtors"), seek an Order:

1. Abridging the time for service of this Notice of Application (the "Application") and declaring that this Application is properly returnable on the date it is heard, if necessary, and further service of this Application other than to those listed on the Service List attached hereto as Schedule "A" is hereby dispensed with;
2. Partially lifting the stay of proceedings against GAP to allow for a new lender to register security against GAP assets and to allow for GAP to purchase the WESTRIDGE and 188 assets as contemplated;
3. Approving GAP's proposal to buy all of WESTRIDGE and 188 assets for fair market value.
4. Authorizing the Receiver to holdback \$65,000.00 from the sale of the WESTRIDGE and 188 assets for its fees etc. and pay the balance (\$135,000) to Royal Bank of Canada;
5. Upon GAP thereafter paying all amounts owing to Royal Bank of Canada and other priority claims, MNP would be discharged as against GAP, and the stay of proceedings against GAP that was put in place by the May 17, 2018 Order in the within Action would be lifted;
6. Upon GAP making the referenced payment to the Receiver the assets of WESTRIDGE and 188 would be transferred to GAP free and clear of all encumbrances; and
7. Such further and other relief as counsel may request and this Honorable Court may deem as appropriate.

**Grounds for making this application:**

8. Should the Receiver liquidate the assets of WESTRIDGE and 188 there would be insufficient funds to pay the secured creditor and priority creditor;
9. The sale of the WESTRIDGE assets at Fair Market Value is proper and reasonable;
10. The refinancing as described in the Receiver's Report and the acquisition of the WESTRIDGE and 188 assets represents the best realizable value that could reasonably be obtained in the present circumstances;
11. The Order would allow GAP to continue in business and operations; and
12. Such further and other grounds as counsel may advise and this Honorable Court may permit.

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

13. The Receiver intends to rely upon the following materials:
  - a) The Receivership Order, filed;
  - b) The First Report of the Receiver dated June 4, 2018; and
  - c) Such further and other materials counsel may advise and this Honorable Court may permit.

**Applicable rules:**

14. The Receiver will rely upon the Alberta Rules of Court during the making of the Application.

**Applicable legislation and regulations:**

15. The Receiver will rely upon and refer to provisions of the *Bankruptcy and Insolvency Act*, RSC 1985, CB-3 as amended.

**Any irregularity complained of or objection relied on:**

16. None.

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

17. Oral submissions.

**WARNING**

If you do not come to Court either in person or by your lawyer, the Court may give the Applicant 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.

**SCHEDULE "A"**

COURT FILE NO. 1801-02453  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY

Clerk's Stamp
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PLAINTIFF ROYAL BANK OF CANADA  
DEFENDANTS WESTRIDGE ELECTRIC LTD., GAP ELECTRIC LTD. AND 1880489 ALBERTA LTD.

**SERVICE LIST**

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<b>WSCC</b> 8888 Yellowknife, Yellowknife NT X1A 2R3	
<b>EECOL ELECTRIC LTD.</b> 23 Melville Drive Yellowknife NT X1A 2N9	
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<b>SHELL CANADA PRODUCTS</b> 400 - 4th Ave SW Calgary, AB T2P 0J4 Attention: Legal Department	
<b>1428408 Alberta Ltd (o/a UNITED TECH)</b> Unit #333-11979 40 St SE Calgary, AB T2Z 4M3	
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<b>GUILLEVIN INTERNATIONAL CO</b> 4220-A Blackfoot Trail SE Calgary, AB T2G 4E6	
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