

COURT FILE NUMBER KBG-RG-1228-2023

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

JUDICIAL CENTRE REGINA

IN THE MATTER OF THE RECEIVERSHIP OF GOSHEN PROFESSIONAL CARE INC.

NOTICE OF APPLICATION
(Sale and Vesting 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	Thursday, July 25, 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 Sale and Vesting Order:
 - (a) Approving and authorizing the sale of the Assets, as defined in the Confidential Report of the Receiver, pursuant to the terms of the Asset Purchase Agreement dated July 10, 2024 as further described in the Confidential Report of the Receiver (the "**Sale Agreement**");
 - (b) Authorizing and directing MNP Ltd., in its capacity as the receiver of the assets, undertakings and properties of Goshen Professional Care Inc. (the "**Debtor**"), to implement the required process to close the sale contemplated by the Sale Agreement;
 - (c) Vesting in the Purchaser, the Saskatchewan Health Authority, pursuant to the terms of the Sale Agreement, all right, title and interest in and to the 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 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 First Report of the Receiver;
- (e) Approving the Receiver's Statement of Receipts and Disbursements for the period of November 24, 2024 through to and including June 26, 2024,
- (f) Approving the professional fees and disbursements of the Receiver, and those of its legal counsel, Robertson Stromberg LLP, up to and including June 28, 2024;
- (g) Sealing the Confidential Report of the Receiver on such terms and conditions as further outlined in the Sale and Vesting Order;
- (h) Approving the First Report and Confidential Supplemental to the First Report of the Receiver (collectively the "**Reports**"); and
- (i) Approving the actions, activities and conduct of the Receiver from November 24, 2023 through to and including July 9, 2024 as more particularly described in the Reports;
- (j) Amending paragraph 20 of the Initial Order to increase the Receiver's borrowers charge.

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

Grounds for making this application:

- 3. As outlined in the Confidential Supplement, the Receiver has taken commercially reasonable steps to market the Assets and obtain competitive offers for the purchase of the Assets.
- 4. The Sales Agreement represents the most commercially reasonable offer received for the Assets and will see all of the secured and priority creditors paid in full.
- 5. Given the amount of time that has passed since the Initial Receivership Order, it is appropriate that the Assets be sold to minimize the cost of the Receivership.
- 6. It is appropriate that the mortgage secured against the Assets be paid in full to minimize the interest accruing. It is further appropriate that funds be paid into Court in satisfaction of the lien claim of the lien claimant.

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 Interim Receiver dated September 7, 2023;
 - (d) the Supplement to the First Report of the Interim Receiver dated October 23, 2023;
 - (e) the First Report of the Receiver dated July 10, 2024;
 - (f) the Confidential Supplement to the First Report of the Receiver dated July 10, 2024;


- (g) Brief of Law (to be filed);
- (h) the form of Draft Sale and Vesting Order filed herewith;
- (i) a redline document showing the changes made in the Draft Sale and Vesting Order 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 11th day of July, 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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