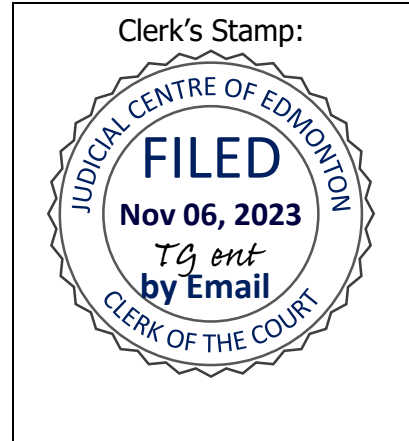


COURT FILE NO. 2203 13202

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON



PLAINTIFF MOSKOWITZ CAPITAL MORTGAGE FUND II INC.

DEFENDANTS 1631807 ALBERTA LTD., RADIANT TECHNOLOGIES INC., and RADIANT TECHNOLOGIES (CANNABIS) INC.

DOCUMENT **APPLICATION**
(Approval of Receiver's Fees and Disbursements, Approval of Receiver's Activities, Approval of Final Distribution of Proceeds and Discharge of Receiver)

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
McLENNAN ROSS LLP
#600 McLennan Ross Building
12220 Stony Plain Road
Edmonton, AB T5N 3Y4

Lawyer: Ryan Trainer
Telephone: 780.482.9153
Fax: 780.482.9100
Email: ryan.trainer@mross.com
File No.: 20230959

NOTICE TO RESPONDENTS (Service List appended hereto as Schedule "A"):

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

You have the right to state your side of this matter before the Justice in Chambers.

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

Date: November 17, 2023

Time: 10:00 am

Where: Law Courts, 1A Sir Winston Churchill Square, Edmonton AB T5J 0R2 (by Webex)

Before Whom: The Commercial Duty Justice sitting in Commercial 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:

1. An Order abridging the time for service of notice of this Application and deeming service of this notice of Application and materials in support thereof good, valid, timely and sufficient.
2. An Order substantially in the form attached hereto as **Schedule "B"** approving, *inter alia*:
 - (a) the fees and disbursements of MNP Ltd., the Court-Appointed receiver (the "**Receiver**") of certain personal property of 1631807 Alberta Ltd. and Radient Technologies Inc. (collectively, the "**Debtors**" or "**Companies**") and that of its counsel McLennan Ross LLP, including those fees, disbursements, and taxes necessary to conclude the administration of the receivership;
 - (b) the final distribution of proceeds by the Receiver;
 - (c) the Receiver's activities; and
 - (d) the Receiver's discharge upon the performance of the duties incidental to the completion of these proceedings.
3. An Order granting such other and further relief as the circumstances may require and as this Honourable Court shall deem appropriate.

Grounds for making this application:

4. The Receiver was appointed by way of a Limited Receivership Order granted on March 21 2023, (the "**Limited Receivership Order**").
5. Pursuant to an approval and vesting order (the "**First Sale Order**"), the Receiver obtained approval to auction the equipment subject to the Limited Receivership Order (the "**First Auction**"). The First Auction concluded June 27, 2023.
6. Pursuant to an Amending Order dated July 19, 2023, the Limited Receivership Order was amended to include additional personal property of the Debtors (the "**Additional Equipment**").
7. On July 19, 2023, the Receiver cross-applied for and obtained an approval and vesting order (the "**Second Sale Order**") authorizing the Receiver to conduct an auction sale of the Additional Equipment (the "**Second Auction**"). The Section Auction concluded on September 20, 2023.
8. Pursuant to an interim distribution order granted on October 3, 2023, the Receiver distributed amounts to satisfy the priority claims of Canada Revenue Agency and Agriculture Financial Services Corporation. The Receiver also distributed \$525,000 to Moskowitz Capital Mortgage Fund II Inc. ("**MCMF**") in partial satisfaction of its priority claim.
9. The Receiver is not aware of any remaining claims that would rank in priority to MCMF.
10. All fees and disbursements incurred by the Receiver and its legal counsel during the course of the administration of the within proceeding are reasonable and have been validly incurred in connection with the conduct of the Receiver's obligations.

11. The Receiver has executed its duties pursuant to the Limited Receivership Order, except for certain ancillary duties as further particularized in the Receiver's Fifth Report to this Honourable Court.
12. The Receiver wishes to make a final distribution and be discharged as Receiver upon completing those distributions.
13. Such further and other grounds as counsel may advise and this Honourable Court may permit.

Material or evidence to be relied on:

14. This Notice of Application.
15. The Receiver's Fifth Report to the Court dated November 6, 2023.
16. The Fee Affidavit of Kristin Gray sworn November 6, 2023.
17. Such further and other material as counsel may advise and this Honourable Court may permit.

Applicable rules:

18. Rules 11.27 and 13.5 and Part 6, Division 4 of the Alberta Rules of Court.
19. Such further and other Rules as counsel may advise and this Honourable Court may permit.

Applicable Acts and Regulations:

20. *Law of Property Act*, RSA 2000 c. L-7.
21. *Personal Property Security Act* RSA 2000 c P-7.
22. *Bankruptcy and Insolvency Act*, RSC, 1985, C B-3.
23. Such further and other Acts and Regulations as counsel may advise and this Honourable Court may permit.

Any irregularity complained of or objection relied on:

24. None.

How the application is proposed to be heard or considered:

25. By Webex.

AFFIDAVIT EVIDENCE IS REQUIRED IF YOU WISH TO OBJECT.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the Applicants 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 time shown at the beginning of the 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 Applicants a reasonable time before the application is to be heard or considered.

Schedule "A"

SERVICE LIST

PARTY	CONTACT
MOSKOWITZ CAPITAL MORTGAGE FUND II INC. <i>Plaintiff</i>	c/o DLA Piper (Canada) LLP Suite 2700, Stantec Tower 10220 103 rd Avenue Edmonton, AB T54J 0K4 Attention: Jerritt Pawlyk and Kevin Hoy Emails: jerritt.pawlyk@dlapiper.com kevin.hoy@dlapiper.com
1631807 Alberta Ltd., Radiant Technologies Inc., and Radiant Technologies (Cannabis) Inc. <i>Defendants</i>	Attention: Steven Splinter Email: ssplinter@radiantinc.com
MNP Ltd. <i>Receiver of 1631807 Alberta Ltd. & Radiant Technologies Inc.</i>	MNP Ltd. 10235 101 Street NW Edmonton, AB T5J 3G1 Attn: Kristin Gray Email: Kristin.gray@mnp.ca Counsel: McLennan Ross LLP #600 McLennan Ross Building 12220 Stony Plain Road Edmonton, AB T5N 3Y4 Attn: Ryan Trainer Phone: 780.482.9153 Email: ryan.trainer@mross.com
Government of Canada	Department of Justice Canada 9 th Floor, 840 Howe Street Vancouver, BC

PARTY	CONTACT
Agriculture Financial Services Corporation	c/o Dentons Canada LLP 2500 Stantec Tower 10220 102 Ave NW Attention: Dick Cotter, K.C.,and Kurtis Letwin Emails: richard.cotter@dentons.com kurtis.letwin@dentons.com
Akaura Holdings Inc.	4025 101 Street NW Edmonton, AB T6E 0A5 Email: harry@amnorgroup.com
Fillmore Construction Management Inc	c/o Parlee McLaws LLP, in their capacity as the Primary Agent for Service 1700, 10175-101 Street NW Edmonton, AB T5J 0H3 Email: edmontoncorporateservices@parlee.com
Chinook Scaffold Systems Ltd.	Bishop & McKenzie LLP 2300, 10180-101 Street Edmonton, AB T5J 1V3 Attention: Jose Delgado Email: jdelgado@bmlp.ca
Valwest Equipment Limited	Bishop & McKenzie LLP 2300, 10180-101 Street Edmonton, AB T5J 1V3 Attention: PPR Email: PPR@bmlp.ca
Salt Capital Inc. o/a Capital Now Cannabis	#121, 234-5149 Country Hills Blvd NW Calgary, AB T3A 5K8 Email: accounting@capitalnow.ca
Workers' Compensation Board/Collection Unit	9912 107 Street Edmonton, AB T5K 1G5 Attention: Lisa Parker Email: lisa.parker@wcb.ab.ca

PARTY	CONTACT
Reset Financial Inc.	100, 4208 97 Street NW Edmonton, AB T6E 54Z9 Attention: ct104@cash-today.ca
Special Contracting Ltd.	1-2838 Garden St Abbotsford, BC V2T 4W7 Email: specialcontractingltd@gmail.com
Steris Barrier Product Solutions Inc. Steris Sales Canada ULC	c/o Mintz Law 410, 10339 124 Street Edmonton, AB T5N 3W1 Email: bmintz@mintzlaw.ca
Azelis Canada Inc.	c/o Duncan Craig LLP 2800-10060 Jasper Ave Edmonton, AB T5J 3V9 Attention: Neil Coghlan Email: ncoghlan@DCLLP.com
Tomasz Popek	Emery Jamieson LLP 2400, 10235-101 Street NW Edmonton, AB T5J 3G1 Attention: Terence B. Arthur Email: tarthur@emeryjamieson.com
Canada Revenue Agency	Surrey National Verification and Collections Centre 9755 King George Boulevard Surrey, BC V3T 5E1 Fax: 1-866-219-0311 Email: George.Body@justice.gc.ca
2153983 Alberta Ltd.	9433 58th Street Edmonton, Alberta T6E 0B8 Email: ryan@pinenecapital.com

PARTY	CONTACT
Chinook Scaffold Systems Ltd.	c/o Bishop & McKenzie LLP 2300, 10180-101 Street Edmonton, AB T5J 1V3 Attention: PPR@BMLLP.ca

Schedule "B"

PROPOSED FORM OF ORDER

COURT FILE NO. 2203 13202

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON

PLAINTIFF MOSKOWITZ CAPITAL MORTGAGE FUND II INC.

DEFENDANTS 1631807 ALBERTA LTD., RADIANT TECHNOLOGIES INC., and RADIANT TECHNOLOGIES (CANNABIS) INC.

DOCUMENT **ORDER FOR APPROVAL OF RECEIVER'S FEES AND DISBURSEMENTS, APPROVAL OF RECEIVER'S ACTIVITIES, FINAL DISTRIBUTION, AND DISCHARGE OF RECEIVER**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

McLENNAN ROSS LLP
#600 McLennan Ross Building
12220 Stony Plain Road
Edmonton, AB T5N 3Y4

Lawyer: Ryan Trainer
Telephone: 780.482.9153
Fax: 780.482.9100
Email: ryan.trainer@mross.com
File: 20230959

Clerk's Stamp

DATE ON WHICH ORDER WAS PRONOUNCED: NOVEMBER 17, 2023

LOCATION OF HEARING OR TRIAL: EDMONTON, ALBERTA

NAME OF JUSTICE WHO MADE THIS ORDER: _____

UPON THE APPLICATION of MNP Ltd. in its capacity as the Court-appointed limited receiver (the "Receiver") of certain personal property of 1631807 Alberta Ltd. and Radiant Technologies Inc. (collectively, the "Debtors") described in Exhibit "L" of the Affidavit of Brian Moskowitz dated March 13, 2023, the assets described in the Consent Order granted June 23, 2023, and the assets described in Exhibit "A" of the Affidavit of Brian Moskowitz dated July 10, 2023, together with any other personal property of the Debtors agreed upon by the Receiver and the Debtors, including all proceeds thereof, for an Order for the final distribution of proceeds, approval of the Receiver's fees and disbursements, approval of the Receiver's activities, and discharge of the Receiver **AND UPON** having read the Receiver's Fifth Report to the Court dated November 6, 2023 (the "Receiver's Fifth Report"); **AND UPON** reading the fee affidavit of Kristin Gray dated November 6, 2023 (the "Fee Affidavit"); **AND UPON** hearing from counsel for the Receiver, those parties in attendance, and no one else appearing for any other person on the service list, although properly served as appears from the Affidavit of Service of

Shauna Trueman, filed ; **AND UPON** being satisfied that it is appropriate to do so, **IT IS HEREBY ORDERED THAT:**

1. Service of notice of this application and supporting materials is declared to be good and sufficient, and no other person is required to have been served with notice of this application, and time for service of this application is abridged to that actually given.
2. The Receiver's accounts for fees and disbursements and that of its legal counsel McLennan Ross LLP ("Counsel"), as set out in the Receiver's Fifth Report and the Fee Affidavit, are fair and reasonable and are approved without the necessity of a formal passing of its accounts.
3. Any additional fees, disbursements, and taxes of the Receiver and Counsel to conclude the administration of the receivership are approved without the necessity of a formal passing of its accounts to maximum amounts of \$15,000 and \$7,500, respectively.
4. The Receiver is authorized and directed to make a final distribution to Moskowitz Capital Mortgage Fund II Inc. in the amount of \$145,000 plus any remaining funds after payment of the final professional fees of the Receiver and Counsel.
5. On the evidence before the Court, the Receiver has satisfied its 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 act or omission on its part including, without limitation, any act or omission pertaining to the discharge of its duties in the within proceedings, 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 duties are hereby stayed, extinguished, and forever barred.
6. 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.
7. Upon the Receiver filing with the Clerk of the Court a sworn Affidavit of a Licensed Insolvency Trustee employed by the Receiver confirming that:
 - (a) if applicable, all books and records are returned to the Debtors that are not required for the administration of the receivership to the principals of the Debtors, or alternatively, seeking an order to destroy these records; and
 - (b) completing other administrative matters incidental to the Receiver's appointment and pending discharge, including the filing of reports pursuant to section 256(2) and 246(3) of the *Bankruptcy and Insolvency Act* and the cancelling of all open operating accounts, if any;

then the Receiver shall be discharged as Receiver of the 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 herein, 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 the Receiver in its capacity as Receiver.

8. This Order must be served only upon those interested parties attending or represented at the within application and service may be effected by Facsimile, electronic mail, personal delivery, or courier. Service is deemed to be effected the next business day following the transmission or delivery of such documents.
9. Service of this Order on any party not attending this application is hereby dispensed with.

Justice of the Court of King's Bench of Alberta