

COURT FILE NUMBER Q.B. 572 of 2021

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

JUDICIAL CENTRE SASKATOON

PLAINTIFF AFFINITY CREDIT UNION 2013

DEFENDANT RITCHIE INDUSTRIES INC. and DUCK MOUNTAIN
ENVIRONMENTAL LTD.

IN THE MATTER OF THE RECEIVERSHIP OF RITCHIE INDUSTRIES INC. and DUCK
MOUNTAIN ENVIRONMENTAL LTD.

AND IN THE MATTER OF THE BANKRUPTCY OF RITCHIE INDUSTRIES INC. and
DUCK MOUNTAIN ENVIRONMENTAL LTD.

NOTICE OF APPLICATION

(Sale Approval & Vesting Order, Distribution Order, Miscellaneous Approvals)

NOTICE TO: Those Parties Identified on the Attached Service List

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	520 Spadina Crescent East, Saskatoon, Saskatchewan
Date	Monday, February 28, 2022
Time	1:30 PM

Due to the health risks posed by the COVID-19 pandemic, all chambers applications will be heard by telephone unless the presiding judge has decided otherwise. To confirm the telephone number where you can be reached on the date of the application, you must immediately contact the office of the local registrar at (306) 933-5135 and provide your telephone number. You must remain available by telephone at that number on that date until your matter is heard.

(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. The Receiver seeks an Order:
 - (a) Approving and authorizing MNP Ltd. (the "**Receiver**"), in its capacity as Receiver and Manager and Trustee in Bankruptcy of the assets, undertakings and properties of Ritchie Industries Inc. ("**Ritchie**") and Duck Mountain Environmental Ltd. ("**DME**") pursuant to *inter alia* the Receivership Order of the Honourable Madam Justice A.R. Rothery issued June 29, 2021 (the "**Receivership Order**"), to distribute the sale proceeds as outlined in the proposed Approval and Distribution Order filed in these proceedings;
 - (b) Approving the Receiver's activities as described within the Second Report of the Receiver in Relation to Ritchie Industries Inc. dated February 22, 2022 ("**Ritchie Second Report**") and the fees and disbursements of the Receiver and its legal counsel; and
 - (c) Such further and other relief as counsel may request and this Honourable Court may allow.

Grounds for making this application:

1. The Receiver makes this application pursuant to section 12 of the Receivership Order, which permits the Receiver to, with approval of this Honourable Court, distribute funds collected by the Receiver from a sale transaction and apply for any Order(s) necessary to do so.
2. This application concerns the approval and distribution of the net sale proceeds from the sale of a PetroCanada service station and real property located in Kamsack, Saskatchewan (the "**PetroCan Transaction**").

The Proposed Distribution of the PetroCan Transactions

3. This Honourable Court issued two (2) Sale Approval and Vesting Orders on November 18, 2021 approving the PetroCan Transaction. The Receiver now seeks an Approval and Distribution Order to distribute the net sale proceeds from the PetroCan Transaction.
4. As set out in the Approval and Distribution Order filed herewith, the Receiver proposes to distribute the net sales proceeds (including certain post-closing adjustments) from the

PetroCan Transaction to the primary secured creditor, Affinity Credit Union 2013, after retaining a holdback as a reserve set aside for the ongoing administration of the estate.

Material or evidence to be relied on:

1. This Notice of Application with proof of service;
2. The draft Approval and Distribution Order;
3. The Second Report of the Receiver in Relation to Ritchie Industries Inc. dated February 22, 2022;
4. Proof of Compliance with General Application Practice Directive #3 (to be filed); and
5. Such further and other material as this Honourable Court may allow.

Applicable Acts, Regulations, and Jurisprudence:

1. *The Queen's Bench Act, 1998*, SS 1998, c Q-1.01, s. 12.
2. *The Bankruptcy and Insolvency Act*, RSC, 1985, c B-3, ss. 243, 247 and 249.
3. *The Personal Property Security Act*, 1993, SS 1993, c P-6.2, ss. 63-64.

DATED at Regina, Saskatchewan, this 22 day of February, 2022.

KANUKA THURINGER LLP

Per: 
Solicitors for MNP Ltd.

CONTACT INFORMATION AND ADDRESS FOR SERVICE

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