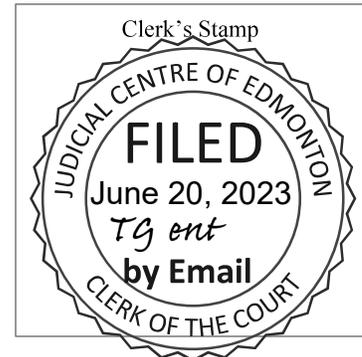


COURT FILE NUMBER: 2103 10970  
COURT: COURT OF KING'S BENCH OF ALBERTA  
JUDICIAL CENTRE: EDMONTON  
PLAINTIFF: CANADIAN WESTERN BANK  
DEFENDANT: SHAMROCK VALLEY ENTERPRISES LTD.  
DOCUMENT: **APPLICATION BY MNP LTD.**



ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT: **PARLEE McLAWS LLP**  
Barristers & Solicitors  
Patent & Trade-Mark Agents  
1700 Enbridge Centre  
10175 – 101 Street NW  
Edmonton, Alberta T5J 0H3  
Attention: Steven A. Rohatyn  
Phone: 780-423-8177  
Fax: 780-423-2870  
File No: 75782-12/SRO

**NOTICE TO RESPONDENTS as listed on the Service List attached hereto as Schedule "E"**

This application is made against you. You are a respondent. You have the right to state your side of this matter before the justice. To do so, you must be in Court when the application is heard as shown below:

Date: July 13, 2023  
Time: 2:00 P.M.  
Where: Law Courts, 1A Sir Winston Churchill Square, Edmonton  
Before Whom: The Honourable Justice K. Feth, sitting on the Commercial List

Go to the end of this document to see what else you can do and when you must do it. Instructions for how you may attend this application via Webex or teleconference are attached hereto as **Schedule "A"**.

**Remedy claimed or sought:**

1. The relief described in the Consent Second Carve Out Order attached hereto as **Schedule “B”**.
2. The relief described in the Consent Third Carve Out Order attached hereto as **Schedule “C”**.
3. An Order substantially in the form attached hereto as **Schedule “D”** approving the activities of MNP Ltd. (“**MNP**” or the “**Receiver**”) described in the Seventh Report.
4. An Order declaring that service of any order or orders arising from the Application by email, facsimile, registered mail, courier, regular mail, or personal delivery to the persons enumerated on the service list attached hereto as **Schedule “E”** constitutes good and sufficient service of such orders.
5. Such further and other relief as this Honorable Court deems just and appropriate.

**Grounds for making this application:**

6. MNP, as the successor to The Bowra Group Inc., was appointed as the Receiver of all of the current and future assets, undertakings and properties, including all proceeds thereof, of the Company (the “**Property**”) by Order pronounced July 30, 2021 (the “**Receivership Order**”), the effect of which was stayed until August 27, 2021, by separate Order also pronounced on that date. The stay was lifted by Order pronounced on August 27, 2021.

*The Receiver’s Activities*

7. The Receiver is of the respectful view that its actions and activities as described in the Seventh Report are lawful, proper, and consistent with the powers granted under the Receivership Order and the Claims Process Order (“**CPO**”).

*The Carve Outs and Lifting of Stay*

8. The Receiver’s activities realized sufficient proceeds to satisfy all priority payables, secured claims, and all claims that are captured by the CPO. The retention of the funds described in the Consent Third Carve Out Order, and the pursuit and defence of the claims described in the Consent Second Carve Out Order will therefore produce no benefit for the estate and the general body of creditors, such that it is reasonable and proper that they be carved out of the Property under the Receiver’s administration, and that the stay of proceedings granted under the Receivership Order be lifted to permit the 225 Claim, as defined therein, to proceed.

*Claims Bar Date Extension*

9. Surplus funds remained following the completion of the Receiver’s efforts to realize upon the Property and subsequent authorized distributions to secured and priority creditors.

10. The CPO was applied for and granted to facilitate the administration of the claims of the Company's unsecured creditors. Pursuant to its terms, the Receiver was appointed as the Claims Officer.
11. Ranchland HD Equipment Solutions Inc. ("**Ranchland**") was a Known Claimant, as that term is defined by the CPO.
12. The Claims Officer inadvertently failed to provide Ranchland with notice in the form of a General Claims Package, as required pursuant to paragraph 14 of the CPO, in advance of the Claims Bar Date.
13. Upon recognizing the oversight, the Receiver sought, and Ranchland moved promptly to deliver a Proof of Claim.
14. Pursuant to paragraphs 37 and 38 of the CPO, the Claims Officer may apply to this Court, notwithstanding the terms of the CPO, for such order or orders as it considers necessary or desirable to amend, supplement, or replace any term of the CPO, or for such further advice, assistance, and direction as may be necessary to give full effect to its terms.
15. In the circumstances, it is equitable to grant the relief sought. The delay was caused by inadvertence, and permitting the late filing of the Proof of Claim will not result in any prejudice to any person other than the Company, which has consented to the relief sought.

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

16. The Seventh Report of the Receiver, filed;
17. The remaining pleadings filed in the within Action.

**Applicable rules:**

18. Part 1; Division 4 of Part 6; and Rules 6.3(1), 6.9(1), 6.28 and 11.27 of the *Alberta Rules of Court*; and
19. Such further rules as counsel may advise.

**Applicable Acts and regulations:**

20. *Bankruptcy and Insolvency Act*, RSC 1985, c B-3.

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

17. None.

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

21. Before the Honourable Justice K. Feth, sitting on the Commercial List, with all interested parties appearing remotely by Webex or teleconference.

**WARNING**

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.

## Schedule “A”

### Webex Details

**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.**

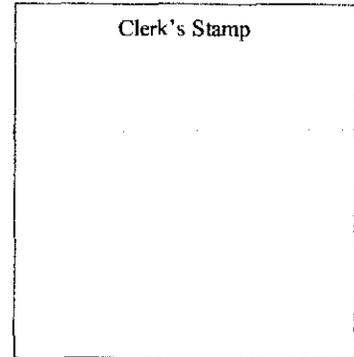
If you are a non-lawyer attending this hearing remotely, **you must** complete the undertaking located here: <https://www.albertacourts.ca/qb/resources/announcements/undertaking-and-agreement-for-non-lawyers>

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 "B"

COURT FILE NUMBER: 2103 10970  
COURT: COURT OF KING'S BENCH OF ALBERTA  
JUDICIAL CENTRE: EDMONTON  
PLAINTIFF: CANADIAN WESTERN BANK  
DEFENDANT: SHAMROCK VALLEY ENTERPRISES LTD.  
DOCUMENT: CONSENT SECOND CARVE OUT ORDER



ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT: **PARLEE McLAWS LLP**  
Barristers & Solicitors  
Patent & Trade-Mark Agents  
1700 Enbridge Centre  
10175 – 101 Street NW  
Edmonton, Alberta T5J 0H3  
Attention: Jeremy H. Hockin, Q.C.  
Phone: 780-423-8532  
Fax: 780-423-2870  
File No: 75782-12/JHH

DATE ON WHICH ORDER WAS PRONOUNCED: \_\_\_\_\_

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice \_\_\_\_\_

**UPON** the Desktop Application of MNP Ltd., the successor of The Bowra Group Inc., in its capacity as the court appointed Receiver/Manager (the "**Receiver**") of the Defendant, Shamrock Valley Enterprises Ltd. (the "**Company**"); **AND UPON** reading the Seventh Report of the Receiver, to be filed; **AND UPON** reading the Carve Out Order dated December 7, 2022 in this Action (the "**Carve Out Order**"); **AND UPON** noting the consent of the Company, the Receiver, and 2250657 Alberta Ltd.; **IT IS HEREBY ORDERED AND DECLARED THAT:**

1. All capitalized terms used herein and not otherwise defined shall have the same meanings as defined in Carve Out Order.
2. The stay of proceedings provisions set out in the Receivership Order of the Honourable Justice J.T. Neilson dated July 30, 2021 (the "**Receivership Order**") is hereby lifted in favour of 2250657 Alberta Ltd. ("**225**") solely and specifically for the purpose of 225 filing and proceeding with its Counterclaim (as currently filed) in Court of King's Bench Action number 2203 20091 (the "**225 Claim Action**"). In all other respects, the stay of proceedings provisions set out in the Receivership Order shall remain in full force and affect.
3. In respect of the 225 Claim Action, and notwithstanding paragraph 3(g) and (j) of the Receivership Order, all right, power, authority and ability to defend, settle and/or compromise the 225 Claim Action, including without limitation filing a Statement of Defence to Counterclaim, shall re-vest in

{E0198639.DOCX; 2}

the Company through its director Murry Nielsen, and the Receiver shall have no liabilities or obligations or involvement or power or authority in respect of the 225 Claim Action, and any underlying claims made against the Company, except as may be necessary as witness, and except as a person in respect of whom a third party record production Order may be issued by this Honourable Court.

4. The Claims Process Order of the Honourable S.D. Hillier dated May 3, 2022 (the "CPO") is hereby amended only as strictly necessary to permit this Honourable Court in the 225 Claim Action, as opposed to this Action, to determine if the Counterclaim asserted by 225 in the 225 Claim Action is barred and extinguished as a result of the terms of the CPO, and if not, to determine the merits and validity of 225's Counterclaim, in addition to the merits and validity of the Company's claim against 225.
5. In the event that the Counterclaim asserted by 225 in the 225 Claim Action is determined by this Honourable Court to be valid and enforceable, and Judgment is granted in favour of 225 in the 225 Claim Action, the Judgment in the 225 Claim Action shall be not be paid out, through or in accordance with the process set out in the CPO, nor shall any Writ of Enforcement issued in respect thereof be recoverable from or bind any funds now or hereafter held by the Receiver in the receivership estate, but rather 225 shall have all rights and remedies in accordance with law to recover any Judgment amount from or against the Company and its exigible property directly.
6. In all other respects, the terms of the CPO remain unamended and in full force and affect. For clarity, nothing in this Order shall be deemed to determine one way or the other if the Counterclaim asserted by 225 in the 225 Claim Action has hereby barred and extinguished by the terms of the CPO.
7. Any party may apply in respect of advice or directions in respect of this Order, or to amend or vary this Order, on not less than 5 days' notice to the Company and the Receiver, unless the Receivership has already been discharged by Order of this Court.
8. This Order may be executed in counterpart, and delivered by facsimile or other electronic means.

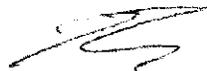
---

Justice of the Court of King's Bench of Alberta

**CONSENTED TO BY:**

**Duncan Craig LLP**

Per:



---

Ryan Quinlan  
Counsel for Shamrock Valley Enterprises Ltd.

**Parlee McLaws LLP**

Per:

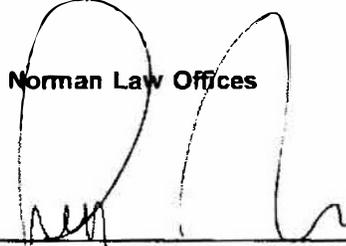


---

Steven A. Rohatyn  
Counsel for the Receiver, MNP Ltd., successor  
of The Bowra Group Inc.

**Norman Law Offices**

Per:



---

Greg K. Norman  
Counsel for 2250657 Alberta Ltd.

## Schedule "C"

COURT FILE NUMBER: 2103 10970

COURT: COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE: EDMONTON

PLAINTIFF: CANADIAN WESTERN BANK

DEFENDANT: SHAMROCK VALLEY ENTERPRISES LTD.

DOCUMENT: **CONSENT THIRD CARVE OUT ORDER**

Clerk's Stamp

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT: **PARLEE McLAWS LLP**  
Barristers & Solicitors  
Patent & Trade-Mark Agents  
1700 Enbridge Centre  
10175 – 101 Street NW  
Edmonton, Alberta T5J 0H3  
Attention: Jeremy H. Hockin, Q.C.  
Phone: 780-423-8532  
Fax: 780-423-2870  
File No: 75782-12/JHH

**DATE ON WHICH ORDER WAS PRONOUNCED: July 13, 2023**

**LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton, Alberta**

**NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice K. Feth**

**UPON** the application of MNP Ltd., the successor of The Bowra Group Inc., in its capacity as the court appointed Receiver/Manager (the "**Receiver**") of the Defendant, Shamrock Valley Enterprises Ltd. (the "**Company**"); **AND UPON** reading the Receiver's Seventh Report to the Court; **AND UPON** reading the Claims Process Order dated May 4, 2022 (the "**CPO**") and the Carve Out Order dated December 7, 2022 (the "**Carve Out Order**"); **AND UPON** noting the consent of counsel for the Company and the Receiver; **IT IS HEREBY ORDERED AND DECLARED THAT:**

1. All capitalized terms used herein and not otherwise defined shall have the same meanings as defined in the CPO and the Receivership Order of the Honourable Justice J.T. Neilson dated July 30, 2021 (the "**Receivership Order**").
2. The definition of "Property" set out in the Receivership Order is hereby amended to exclude any and all the Company's claims, property interests or claims, rights of action, choses in action, rights of recovery and other rights or remedies in respect of \$25,000.00 (and any other related amounts) owed to the Company by the Municipal District of Bonnyville and/or SE Design and Consulting Inc. as a result of work undertaken by the Company on a road work project for such parties (the "**Holdback Amounts**"). For clarity:
  - (a) the Receiver shall have no obligations or liabilities in respect of the Holdback Amounts; and

- (b) the Receiver and the receivership estate shall obtain or hold no direct or indirect rights, benefits and recoveries in respect of the Holdback Amounts, which shall solely re-vest with the Company.
3. The Claims Bar Date applicable to any Claim of Ranchland HD Equipment Solutions Inc. is hereby declared to be extended *nunc pro tunc* to the date of the delivery of its Proof of Claim. All other terms of the CPO remain in full force and effect.
4. Any party may apply in respect of advice or directions in respect of this Order, or to amend or vary this Order, on not less than 5 days' notice to the Company and the Receiver, unless the Receivership has already been discharged by Order of this Court.
5. This Order may be executed in counterpart, and delivered by facsimile or other electronic means.

---

Justice of the Court of King's Bench of Alberta

**APPROVED AS TO FORM AND CONTENT BY:**

**Duncan Craig LLP**

Per:



---

Ryan Quinlan  
Counsel for Shamrock Valley Enterprises Ltd.

**Parlee McLaws LLP**

Per:



---

Steven A. Rohatyn  
Counsel for the Receiver, MNP Ltd., successor  
of The Bowra Group Inc.

Schedule "D"

COURT FILE NUMBER: 2103 10970  
COURT: COURT OF KING'S BENCH OF ALBERTA  
JUDICIAL CENTRE: EDMONTON  
PLAINTIFF: CANADIAN WESTERN BANK  
DEFENDANT: SHAMROCK VALLEY ENTERPRISES LTD.  
DOCUMENT: **ORDER APPROVING RECEIVER'S ACTIVITIES**

Clerk's Stamp

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT: **PARLEE McLAWS LLP**  
Barristers & Solicitors  
1700 Enbridge Centre  
10175 – 101 Street NW  
Edmonton, Alberta T5J 0H3  
Attention: Steven A. Rohatyn  
Phone: 780-423-8532  
Fax: 780-423-2870  
File No: 75782-12/JHH

**DATE ON WHICH ORDER WAS PRONOUNCED: July 13, 2023**

**LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton, Alberta**

**NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice K. Feth**

**UPON THE APPLICATION** of MNP Ltd., in its capacity as the Court-appointed receiver and manager (the "**Receiver**") of the undertakings, property and assets of Shamrock Valley Resources Ltd.;

**AND UPON HAVING READ** the Seventh Report of the Receiver;

**AND UPON HEARING** the submissions of counsel for the Receiver and other interested parties present, and no one appearing for any other person on the service list, although properly served as appears from the Affidavit of Service, filed;

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

1. The activities of the Receiver as described in the Seventh Report are hereby approved.
2. Service of this Order shall be deemed good and sufficient by:
  - (a) Serving the same by regular mail, electronic mail, facsimile, personal delivery or courier 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://www.bowragroup.com/client/shamrock-valley-enterprises-ltd/>

and service on any other person is hereby dispensed with.

---

J.C.K.B.A.

**Schedule “E”**

**Service List**

<b>PARTY</b>	<b>REPRESENTATIVE</b>	<b>METHOD OF SERVICE</b>
<p>Shamrock Valley Enterprises Ltd. 695458 Alberta Ltd. Murry Ronald Nielsen Lisa Marie Nielsen</p> <p><i>Defendants</i></p>	<p>Emery Jamieson LLP 2400 MNP Tower 10235 – 101 Street NW Edmonton, Alberta T5J 3G1</p> <p><b>Attention: Kyle R. Kawanami</b></p> <p>Phone: (780) 426-5220 Fax: (780) 420-6277</p>	<p><a href="mailto:kkawanami@emeryjamieson.com">kkawanami@emeryjamieson.com</a></p>
<p>Murry Nielsen</p> <p><i>Director of Shamrock Valley Enterprises Ltd.</i></p>	<p>Duncan Craig LLP 2800Scotia Place, 10060 Jasper Avenue Edmonton, AB T5J 3V9</p> <p><b>Attention: Ryan Quinlan</b></p> <p>Phone: (780)441-4336 Fax: (780)428-9683</p>	<p><a href="mailto:rquinlan@dcllp.com">rquinlan@dcllp.com</a></p>

PARTY	REPRESENTATIVE	METHOD OF SERVICE
<p>MNP Ltd. <i>Receiver</i></p>	<p>MNP Ltd. Suite 1300 10235 101 Street NW Edmonton, AB T5J 3G1</p> <p><b>Attention: Douglas Chivers and Kristin Gray</b></p> <p>Phone: (780) 705-1717</p> <p><i>Counsel:</i></p> <p>Parlee McLaws LLP 1700 Enbridge Centre 10175-101 Street NW Edmonton; Alberta; T5J 0H3</p> <p><b>Attention: Jeremy H. Hockin, KC and Steven A. Rohatyn</b></p> <p>Phone: (780) 423-8177 Fax: (780) 423-2870</p>	<p><a href="mailto:Doug.chivers@mnp.ca">Doug.chivers@mnp.ca</a> <a href="mailto:Kristin.gray@mnp.ca">Kristin.gray@mnp.ca</a></p> <p><a href="mailto:jhockin@parlee.com">jhockin@parlee.com</a> <a href="mailto:srohatyn@parlee.com">srohatyn@parlee.com</a></p>
<p>2250657 Alberta Ltd.</p>	<p>Norman Law Offices Suite 103, 515 7<sup>th</sup> Street South Lethbridge, AB T1J 2G8</p> <p>Attention: Greg K. Norman</p>	<p><a href="mailto:greg@normanlawoffices.ca">greg@normanlawoffices.ca</a></p>