



Clerk's Stamp:

COURT FILE NUMBER 2101-02279

COURT COURT OF QUEEN'S BENCH OF ALBERTA

30506

JUDICIAL CENTRE OF CALGARY

IN THE MATTER OF THE RECEIVERSHIP OF ALTER NRG CORP.

IN THE MATTER OF AN APPLICATION UNDER SECTION 85 OF THE CIVIL ENFORCEMENT ACT, R.S.A. 2000, c. C-15

-and-

IN THE MATTER OF AN APPLICATION UNDER SECTION 13(2) OF THE JUDICATURE ACT, R.S.A. 2000, c. J-2

APPLICANTS **ALEKSANDR GORODETSKY, BRUCE LEONARD, and KENNETH WILLIS**

RESPONDENT **ALTER NRG CORP.**

DOCUMENT **ORDER**

CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT: McLennan Ross LLP #1900, 600 3 Ave SW Calgary, Alberta T2P 0G5 Attention: Jamie Flanagan Email: jflanagan@mross.com Ph. (403) 403.303.9102 File No.: 191244

DATE ON WHICH ORDER WAS PRONOUNCED: **FEBRUARY 23, 2021**

LOCATION OF HEARING: **CALGARY, ALBERTA**

NAME OF JUDGE WHO MADE THIS ORDER: **MADAM JUSTICE K.M. EIDSVIK**

UPON the receivership application of **Aleksandr Gorodetsky, Bruce Leonard, and Kenneth Willis** (collectively the "**Applicants**") in respect of Alter NRG Corp. ("**Alter**") coming on for hearing on this day; **AND UPON** having read the Originating Application, the Affidavit of Aleksandr Gorodetsky; and the Bench Brief filed by the Applicants; **AND UPON** being advised

the responding Affidavit of Marika Goode had been filed but had not been received by the Court in time for the hearing; **AND UPON** hearing from counsel for the Applicants, counsel for Alter and counsel for other interested parties present; **IT IS HEREBY ORDERED THAT:**

1. The Applicants' receivership application is hereby adjourned to March 30, 2021 at 2:00 pm for a half day hearing before Madam Justice K.M. Eidsvik.
2. In this Order, "**Alter's Property**" shall mean, without limitation; (i) any of Alter's current assets, undertakings and property of every nature and kind whatsoever, and wherever situate, including all proceeds thereof; (ii) the patents owned, licenced or held by Alter for plasma gasification technology which are used to convert difficult feedstocks into useful energy products; and (iii) any "exigible property" (as defined in the *Civil Enforcement Act* and associated regulations) of Alter, including, without limitation, any things, rights or interests in things, anything regarded in law or equity as property or as an interest in property, any right or interest that can be transferred for value from one person to another, any right, including a contingent or future right, to be paid money or receive any other kind of property, and any cause of action in which Alter has an interest, whether such property is located in Alberta or elsewhere.
3. No proceeding or enforcement process in any court or tribunal (each a "**Proceeding**") against or in respect of Alter or any of Alter's Property shall be commenced or continued except with leave of this Court and any and all Proceedings currently under way against or in respect of Alter or Alter's Property are hereby stayed and suspended pending further Order of this Court, provided, however, that nothing in this Order shall: (i) prevent any individual, firm, corporation, government body or agencies or other entity (collectively being "**Persons**" and each being a "**Person**") from commencing a Proceeding regarding a claim that might otherwise become barred by statute or an existing agreement if such proceeding is not commenced before the expiration of the stay provided by this paragraph; and (ii) affect a Regulatory Body's investigation in respect of Alter or an action, suit or proceeding that is taken in respect of Alter by or before the Regulatory Body, other than the enforcement of a payment order by the Regulatory Body or the Court. "**Regulatory Body**" means a person or body that has powers, duties or functions relating to the enforcement or administration of an Act of Parliament or of the legislature of a Province.

4. All rights and remedies of any Person, whether judicial or extra-judicial, statutory or non-statutory (including, without limitation, set-off rights) against or in respect of Alter or affecting Alter's Property are hereby stayed and suspended and shall not be commenced, proceeded with or continued except with leave of this Court, provided, however, that nothing in this Order shall:
 - (a) prevent the filing of any registration to preserve or perfect a security interest;
 - (b) prevent the registration of a claim for lien; or
 - (c) exempt Alter from compliance with statutory or regulatory provisions relating to health, safety or the environment.
5. Alter and its shareholders, parent companies, subsidiaries, directors, officers, servants, employees, agents, assigns and anyone else acting on their behalf or in conjunction with any of them are restrained from directly, or indirectly, by any means whatsoever, dealing with, selling, transferring, mortgaging, charging, disposing of, creating an interest in or doing anything with respect to Alter's Property.
6. Without limiting the scope of paragraph 5, Alter is further prohibited from dealing with or using in any manner any secured or unsecured credit facility, including, but not limited to, any loan or line of credit for which payment is secured against Alter's Property pending further Order of this Court. Without limiting the scope of paragraph 5, Alter is further prohibited from dealing with or using in any manner any secured or unsecured credit facility, including, but not limited to, any loan or line of credit for which payment is secured against Alter's Property pending further Order of this Court, provided that nothing in paragraph 5, 6 or 7 shall prevent Alter from incurring and paying reasonable fees and disbursements on account of legal counsel in responding to this application and other matters reasonably ancillary thereto or from granting security for same, and without prejudice to the Alter's rights to seek leave of the court to pay or secure outstanding legal invoices, or fees for other legal and professional services. Any such security granted by Alter for the legal fees and disbursements of its counsel shall rank behind the secured rights of the Applicants.
7. Any Person with notice of this Order is prohibited from directly, or indirectly, by any means whatsoever, dealing with, selling, transferring, mortgaging, charging, disposing of, creating an interest in or doing anything with respect to Alter's Property.


8. This Order may be registered with the Personal Property Registry.
9. Alter shall use its best efforts to forthwith regularize the corporate status of the company in the British Columbia corporate registry to avoid the pending dissolution of the company.
10. Costs arising from this February 23, 2021 adjournment application shall be addressed at the hearing of the receivership application on March 30, 2021.
11. The terms of this order shall be subject to further review by the Court on the return of this Application on March 30 2021.



Madam Justice K.M. Eidsvik, Justice of the Court
of Queen's Bench of Alberta

APPROVED AS TO FORM AND CONTENT BY:

MCLENNAN ROSS LLP



Per: _____

James P. Flanagan
Solicitor for the Applicants,
Aleksandr Gorodetsky, Bruce Leonard
and Kenneth Willis

AND BY:

GARDINER ROBERTS LLP

Per: _____



Chris Besant
Solicitor for the Respondent,
Alter NRG Corp.