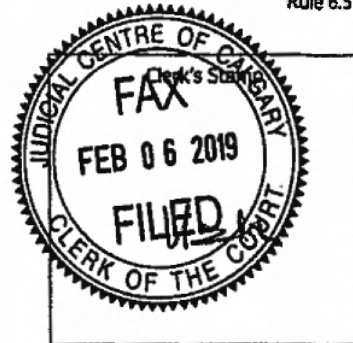


Form 27
Alberta Rules of Court
Rule 6.5

COURT FILE NO. 1801-02453
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY



#50
com

PLAINTIFF ROYAL BANK OF CANADA
DEFENDANTS WESTRIDGE ELECTRIC LTD., GAP ELECTRIC LTD. AND 1880489 ALBERTA LTD.

DOCUMENT APPLICATION BY MNP LTD. IN ITS CAPACITY AS RECEIVER OF WESTRIDGE ELECTRIC LTD., AND 1880489 ALBERTA LTD.

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: Stephen J. Livingstone
Telephone: 780-482-9200
Fax: 780-482-9100
Email: slivingstone@mross.com
File No.: 180905

NOTICE TO RESPONDENT:

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

You have the right to state your side of this matter before the Master.

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

Date: February 27, 2019
Time: 3:30 PM
Where: Law Courts, 601 5 St SW, Calgary, AB T2P 5P7
Before Whom: The Honorable Justice J. Horner In 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. MNP Ltd. in its capacity as Court appointed Receiver and Manager (the "Receiver") of the assets, undertakings and properties of WESTRIDGE ELECTRIC LTD. ("WESTRIDGE"), and 1880489 ALBERTA LTD. ("188") (collectively the "Debtors"), seek an Order substantially in the form attached hereto as Schedule "A":
 - a) abridging the time for service of this Notice of Application (the "Application") and declaring that this Application is properly returnable on the date it is heard, if necessary, and further service of this Application, other than to those listed on the service list attached as Schedule "B" is hereby dispensed with;
 - b) approving the Receiver's activities as described in the Second Report of the Receiver ("Second Report");
 - c) approval of the Debtor's final receipts and disbursements as described in the Second Report;
 - d) approving the Receiver's Accounts and Accounts of its Independent legal counsel, inclusive of all accrual for the fees and disbursements of the Receiver and those of its legal counsel in connection with the completion of these Receivership proceedings including the costs of this Application;
 - e) approving the Receiver's statements of receipts and disbursements for the period of the Receivership;
 - f) approving the Actions common conduct and activities of the Receiver and its legal counsel as outlined in the Second Report and all other Reports filed by the Receiver in these Receivership proceedings;
 - g) authorizing the Receiver to make a final distribution as described in the Second Report;
 - h) declaring that the Receiver has duly and properly discharged its duties, responsibilities and obligations as Receiver;
 - i) discharging and releasing the Receiver from any and all further obligations as Receiver and any and all liability in respect of any act done by the Receiver in these Receivership proceedings, and its conduct as Receiver pursuant to its appointment in accordance with the Receivership Order, or otherwise;
 - j) to destroy the books and records of the debtors that are not claimed by the former Directors within 30 days of the filing of the Order discharging the Receiver;
 - k) such further and other relief as counsel may request and this Honorable Court may deem appropriate.

Grounds for making this application:

2. The Grounds upon which the Receiver relies on making the within Application for an Order approving the final distribution and the Receiver's discharge are as follows:
 - a) The realization of all assets and property of the Debtors is complete and there are no further assets to be realized upon or recovered;
 - b) As set out in the Receiver's First Report, the Receiver's independent legal counsel provided an opinion that the security granted to the Plaintiff by the Debtors is valid and enforceable;
 - c) As set out in the Second Report, the Plaintiff ("RBC") has acknowledged that it has been paid in full by the distribution from the Receiver as well as monies paid directly to RBC through the re-financing obtained by GAP ELECTRIC LTD.
 - d) As set out in the Second Report, there are no other claims that rank ahead of the Plaintiff.
 - e) With the exception of some minor administrative matters, the Receiver has performed its mandate as Receiver under the Receivership Order and it is now appropriate the Receiver be discharged as Receiver, subject to the completion of the final administrative tasks.

Material or evidence to be relied on:

3. The Receiver intends to rely upon the following materials:
 - a) The Receivership Order, filed;
 - b) The First Report of the Receiver dated June 4, 2018; and
 - c) Second Report of the Receiver dated January 10, 2019; and
 - d) Such further and other materials counsel may advise and this Honorable Court may permit.

Applicable rules:

4. The Receiver will rely upon the Alberta Rules of Court during the making of the Application.

Applicable legislation and regulations:

5. The Receiver will rely upon and refer to provisions of the *Bankruptcy and Insolvency Act*, RSC 1985, CB-3 as amended.

Any irregularity complained of or objection relied on:

6. None.

How the application is proposed to be heard or considered:

7. Oral submissions.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the Applicant 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"

COURT FILE NO.	1801-02453	Clerk's Stamp
COURT	COURT OF QUEEN'S BENCH OF ALBERTA	
JUDICIAL CENTRE	CALGARY	
PLAINTIFF	ROYAL BANK OF CANADA	
DEFENDANTS	WESTRIDGE ELECTRIC LTD., GAP ELECTRIC LTD. AND 1880489 ALBERTA LTD.	

ORDER**DOCUMENT**

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: Stephen J. Livingstone Telephone: 780-482-9200 Fax: 780-482-9100 Email: slivingstone@mross.com File No.: 180905
---	--	---

DATE ON WHICH ORDER WAS PRONOUNCED: FEBRUARY 27, 2019

LOCATION OF HEARING OR TRIAL: CALGARY, ALBERTA

NAME OF JUDGE WHO MADE THIS ORDER: THE HONORABLE JUSTICE J. HORNER

UPON THE APPLICATION of MNP LTD. in its capacity as court appointed Receiver and Manager (the "Receiver") of the assets, undertakings and properties of Westridge Electric Ltd. and 1880489 Alberta Ltd. (collectively the "Debtors") for an Order for the final distribution of proceeds, approval of the Receivers fees and disbursements, approval of the Receivers activities and discharge of the Receiver; AND UPON having read the Application, the Second and Final Report of the Receiver dated January 10, 2019 (the "Second Report"), filed and upon having read the Affidavit of Service of _____ sworn February _____, 2019 (the "Affidavit of Service");

AND UPON hearing the submissions of counsel for the Receiver and any other parties in attendance

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of Notice of this Application and supporting materials is hereby 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 to;

2. The Receivers Accounts for fees and disbursements, as set out in the Second Report are hereby approved without the necessity of a formal passing of Its Accounts;
3. The Accounts that the Receivers legal counsel, McLennan Ross LLP ("McLennan Ross") for its fees and disbursements as set out in the Second Report are hereby approved without the necessity of a formal assessment of Its Accounts.
4. The Receivers activities as set out in the Second Report, and in all of its other reports filed herein, and the Final Statement of Receipts and Disbursements as set out in the Second Report are hereby ratified and approved.
5. On the evidence before the Court, the Receiver has satisfied its obligations under and pursuant to the terms of the Order 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 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 anyway 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 Receiver Termination Certificate signed by a licensed Insolvency Trustee employed by the Receiver confirming all matters set out in this Order and any other steps required to complete these Receivership proceedings have been completed; then the Receiver shall be discharged as Receiver of the Debtors, provided however not withstanding as discharge herein the Receiver shall remain Receiver for the performance as such incidental duties as may be required to complete the administration of the Receivership herein.
8. 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 favor of the Receiver in its capacity as Receiver.
9. The Receiver is authorized and directed to destroy the books and records of the Debtors that are not claimed by the Directors or former Directors of the Debtors within 30 days of the filing of this Order.
10. 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 effective the next business day following the transmission or delivery of such documents.

11. Service of the Order on any party not attending this Application is hereby dispensed with.

JUSTICE IN CHAMBERS OF THE COURT
OF QUEEN'S BENCH OF ALBERTA