

**THE KING'S BENCH
WINNIPEG CENTRE**

**IN THE MATTER OF: THE APPOINTMENT OF A RECEIVER
PURSUANT TO SECTION 243 OF THE
BANKRUPTCY AND INSOLVENCY ACT, RSC 1985, c
B-3, AS AMENDED AND SECTION 55 OF *THE
COURT OF KING'S BENCH ACT*, CCSM c C280**

BETWEEN:

THE ROYAL BANK OF CANADA,

Applicant,

- and -

**PADM GROUP INC., PADM MEDICAL INC., and ROSWELL DOWNHOLE
TECHNOLOGIES INC.**

Respondents.

**NOTICE OF MOTION
DATE OF HEARING: FRIDAY, SEPTEMBER 20, 2024 AT 10:00 A.M.
CHARTIER, J.**

TAYLOR McCAFFREY LLP
Barristers and Solicitors
2200 – 201 Portage Avenue
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Client File No. 46727-17

**THE KING'S BENCH
WINNIPEG CENTRE**

IN THE MATTER OF: THE APPOINTMENT OF A RECEIVER PURSUANT
TO SECTION 243 OF THE *BANKRUPTCY AND
INSOLVENCY ACT*, RSC 1985, c B-3, AS AMENDED
AND SECTION 55 OF *THE COURT OF KING'S
BENCH ACT*, CCSM c C280

BETWEEN:

THE ROYAL BANK OF CANADA,

Applicant,

- and -

PADM GROUP INC., PADM MEDICAL INC., and ROSWELL DOWNHOLE
TECHNOLOGIES INC.

Respondents.

NOTICE OF MOTION

BDO Canada Limited, the court-appointed receiver (the "**Receiver**") of all of the assets, undertakings and properties of PADM Group Inc., PADM Medical Inc., and Roswell Downhole Technologies Inc, (collectively the "**Debtors**") relating to, acquired for, or used in relation to a business carried on by the Respondents, including all proceeds thereof (collectively, the "**Property**"), will make a motion before the Honourable Mr. Justice Chartier on Friday, the 20th day of September, 2024 at 10 o'clock in the forenoon or so soon after that time as the motion can be heard at the Law Courts Building, 408 York Avenue, Winnipeg, Manitoba.

THE MOTION IS FOR

1. An Order, substantially in the form attached hereto as Schedule "A" (the "**AVO**") including, *inter alia*:

- a) An Order that this matter be heard on short notice;
- b) An Order abridging time for service of or alternatively validating and/or dispensing with service of this Notice of Motion and the materials related thereto such that the motion is properly returnable September 20, 2024 and dispenses with further service thereof;
- c) An Order Sealing the Confidential Supplement to the Receiver's First Report, to be filed (the "**Confidential Supplement to the First Report**") until the completion of the receivership proceedings;
- d) An Order approving a proposed sale transaction (the "**Transaction**") between the Receiver in its capacity as Receiver of the Property, as vendor, and a purchaser (the "**Purchaser**") that is expected to be finalized prior to September 20, 2024, attached as an appendix to the Confidential Supplement to the First Report;
- e) An Order approving and authorizing the Receiver to execute the asset purchase agreement (the "**APA**") and to take any additional steps and execute such additional documents as may be necessary or desirable for completion of the Transaction;
- f) An Order providing for the vesting in the Purchaser, upon the delivery of a Receiver's certificate, of all of the Debtors' right, title and interest in and to the Purchased Assets (as defined therein) as defined in the First Report, free and clear of any claims and encumbrances;
- g) An Order authorizing the Receiver to increase the Receiver's Borrowing Charge, as described in the First Report (as defined herein);
- h) An Order approving the actions of the Receiver to date in respect of its administration of the receivership proceedings and approving the First Report of the Receiver, to be filed (the "**First Report**"), and the Confidential Supplement to the First Report, including the statements of receipts and disbursements contained in the First Report and the activities of the Receiver described therein;
- i) An Order approving the Receiver's fees and disbursements including the fees and disbursements of its legal counsels, Taylor McCaffrey LLP, and Gowling WLG; and

2. Such further and other relief as this Honourable Court may deem just.

THE GROUNDS FOR THE MOTION ARE:

1. *King's Bench Rules* 1.04(1), 2.01(1), 2.03, 3.02(1), 16.04(1), 16.08, 37, 37.08(2), 39 and 41.
2. *The Court of King's Bench Act*, CCSM c. C280 ss. 37(1) and 77(1).
3. *Bankruptcy and Insolvency Act*, RSC c.B3 as amended ("BIA") s. 243.
4. *The Corporations Act*, CCSM c.C255 s. 95.
5. *The Personal Property Security Act*, CCSM c.P35 ("PPSA") ss. 63 and 64.

Background

6. By Order (Appointing Receiver) dated May 23, 2024 (the "**Receivership Order**"), this Court appointed BDO Canada Limited as Receiver of all the Property of the Debtors and, *inter alia*, authorized the Receiver to sell the Property or any part or parts thereof with the approval of this Honourable Court.

7. Following its appointment the Receiver carried out its duties in accordance with the Receivership Order including, *inter alia*, endeavoring to take possession and control of all the Property.

8. During the course of exercising its duties as Receiver, the Receiver sought potential purchasers for the sale of certain specific equipment of the Debtor, Roswell Downhole Technologies Inc. (the "**Purchased Assets**").

9. Following various negotiations with potential purchasers and in consultation with the Applicant and Business Development Bank of Canada, the Receiver determined that selling the Purchased Assets to the Purchaser would maximize realizations based on the results of the Receiver's sales process.

Abridging and/or Validating Service

10. Service under these receivership proceedings has been in compliance with the rules and the Receivership Order. To the extent that there may be deficiencies in service, the notice provided has been sufficient to bring these proceedings to the attention of the recipients and it is appropriate in the circumstances for this Honourable Court to validate service.

Approval of the Sealing Order

11. The information contained in the Confidential Supplement to the First Report is sensitive commercial information and a Sealing Order is necessary as there is a real and substantial risk of harm to the interest of the stakeholders in this proceeding in the event that such information is disclosed.

12. The salutary effects of a Sealing Order with respect to the Confidential Supplement to the First Report outweigh any considerations relating to the public interest in open and accessible Court proceedings.

Approval of the Asset Purchase Agreement

13. To complete the Transaction it is necessary for the Receiver to obtain approval of this Honourable Court and an Order vesting the Purchased Assets in the name

of the Purchaser free and clear of all encumbrances once all conditions of closing have been met.

14. It is the Receiver's position that the APA negotiated with the Purchaser is in the best interest of the Debtors and their respective stakeholders.

15. Sufficient effort has been made to obtain the best price for the Purchased Assets, and the Receiver has not acted improvidently. There was efficacy and integrity in the process by which offers were obtained and there has been no unfairness in the working out of the process.

16. The Receiver is of the view that the Purchase Price is fair and commercially reasonable and recommends the APA.

17. The consideration to be provided under the APA is expected to provide greater net realizations for the Purchased Assets than would be expected in a bankruptcy scenario.

18. The Debtors' major secured creditors, the Royal Bank of Canada and Business Development Bank of Canada, support the APA.

Approval of the Increase to the Receiver's Borrowing Charge

19. In order to carry out its duties under the Order, the Receiver obtained funding from the Applicant under the Receiver's Borrowing Facility in accordance with paragraph 21 of the Receivership Order for which the lender is entitled to a charge in the Property in priority of all security interests, trust liens, charges, encumbrances, statutory or

otherwise save and except the Receiver's Charge and the charges as set out in 14.06(7), 81.4(4) and 81.6(2) of the BIA (the "**Borrowings Charge**").

20. Under the Receivership Order, the Receiver is empowered to borrow an amount up to \$500,000.00, which it had borrowed from the Court authorized Borrowing Charge to fund the receivership proceedings.

21. Given the anticipated ongoing costs of the receivership proceedings and the trust imposed on the pre-pack transaction proceeds (which transaction was previously approved by the Court on May 23, 2024), additional funding will be necessary.

22. With the support of the Royal Bank of Canada and Business Development Bank of Canada, the Receiver is requesting an increase to the Receiver's Borrowing Charge of \$300,000.00, increasing the same to an aggregate of \$800,000.00.

Approval of the Receiver's First Report and Activities

23. An Order approving the activities of the Receiver to date, inclusive of the Receiver's statement of receipts and disbursements as outlined in the First Report, is necessary, appropriate and in accordance with standard practice of the Court in court-supervised receivership proceedings.

24. Such further and other grounds as counsel may advise and this Honourable Court may permit.

THE FOLLOWING DOCUMENTARY EVIDENCE WILL BE USED AT
THE HEARING OF THE MOTION:

1. The Receiver's First Report, to be filed.

2. The Confidential Supplement to the First Report, to be filed.
3. The Affidavit of Service, to be filed.
4. Such further and other evidence as counsel may advise and this Honourable Court may permit.

September 17, 2024

TAYLOR McCAFFREY LLP
Barristers & Solicitors
2200 – 201 Portage Avenue
Winnipeg, Manitoba
R3B 3L3

DAVID R.M. JACKSON
CHARLES ROY

TO: THE SERVICE LIST

**THE QUEEN'S BENCH
WINNIPEG CENTRE**

IN THE MATTER OF: **THE APPOINTMENT OF A RECEIVER
PURSUANT TO SECTION 243 OF THE
BANKRUPTCY AND INSOLVENCY ACT, RSC
1985, c B-3, AS AMENDED AND SECTION 55
OF *THE COURT OF KING'S BENCH ACT*,
CCSM c C280**

BETWEEN: **ROYAL BANK OF CANADA,**

Applicant,

- and -

**PADM GROUP INC., PADM MEDICAL INC., and ROSWELL DOWNHOLE
TECHNOLOGIES INC.**

Respondents.

APPROVAL AND VESTING ORDER

TAYLOR McCAFFREY LLP

Barristers and Solicitors

2200 – 201 Portage Avenue

Winnipeg, Manitoba, R3B 3L3

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croy@tmlawyers.com

Client File No. 32608-6

THE QUEEN'S BENCH
Winnipeg Centre

THE HONOURABLE) FRIDAY, THE 20TH
)
MR. JUSTICE CHARTIER) DAY OF SEPTEMBER, 2024

B E T W E E N:

ROYAL BANK OF CANADA,

Applicant,

- and -

PADM GROUP INC., PADM MEDICAL INC., and ROSWELL DOWNHOLE
TECHNOLOGIES INC.

Respondents.

APPROVAL AND VESTING ORDER

THIS MOTION, made by BDO Canada Limited in its capacity as the Court-Appointed Receiver (the "**Receiver**") of the assets, undertakings and properties (the "**Property**") of PADM Group Inc., PADM Medical Inc. and Roswell Downhole Technologies Inc. (the "**Debtors**") for an order approving the sale transaction (the "**Transaction**") contemplated by an Asset Purchase Agreement (the "**Asset Purchase Agreement**") between _____ (the "**Purchaser**") dated _____, 2024 appended as Appendix ___ to the Confidential Report of the Receiver dated September ____, 2024 (the "**Confidential Report**") and referenced in the First Report of the Receiver dated September ____, 2024 (the "**First Report**"), and vesting in the Purchaser of all the Debtors' right, title and interest in and to the assets described in the Asset Purchase Agreement (the "**Purchased Assets**"), was heard this day at Winnipeg, Manitoba.

ON READING the First Report, the Confidential Report and the Affidavit of ____ sworn September ____, 2024, and on hearing the submissions of counsel for the Receiver, the Applicant, the Debtors and the Purchaser, no one appearing for any other person on the service list, although properly served as appears from the Affidavit of Service of ____ sworn/affirmed September __, 2024 filed:

SERVICE

1. THIS COURT ORDERS that the time for service of the Notice of Motion and the supporting materials is hereby abridged and validated so this motion is properly returnable today and hereby dispenses with further service thereof.

SEALING ORDER

2. THIS COURT ORDERS AND DECLARES that the Confidential Report be sealed, kept confidential and not form part of the public record and shall remain stored electronically with this Court on an encrypted basis limiting access to only the Registrar of this Honourable Court and the presiding Judge, except:

a) by further Order of this Court;

b) upon the completion of the receivership proceedings;

whichever shall first occur, whereupon the Confidential Supplement to the First Report of the Receiver shall form part of the public record and shall no longer be sealed.

SALE APPROVAL AND VESTING

3. THIS COURT ORDERS AND DECLARES that the Transaction is hereby approved, and the execution of the Asset Purchase Agreement by the Receiver is hereby authorized and approved, with such minor amendments as the Receiver may deem necessary. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Transaction and for the conveyance of the Purchased Assets to the Purchaser.

4. THIS COURT ORDERS AND DECLARES that upon the delivery of a Receiver's certificate to the Purchaser substantially in the form attached as Schedule A hereto (the "**Receiver's Certificate**"), all of the Debtors' right, title and interest in and to the Purchased Assets described in the Asset Purchase Agreement shall vest absolutely in the Purchaser, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have

attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the "**Claims**") including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of the Honourable Mr. Justice G.L. Chartier dated May 23, 2024 (the "**Receivership Order**"); and (ii) all charges, security interests or claims evidenced by registrations pursuant to *The Personal Property Security Act* (Manitoba) or any other personal property registry system (all of which are collectively referred to as the "**Encumbrances**"), and, for greater certainty, this Court orders that all of the Encumbrances affecting or relating to the Purchased Assets are hereby expunged and discharged as against the Purchased Assets.

PRIORITIES

5. THIS COURT ORDERS that for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Purchased Assets (the "**Net Sale Proceeds**") shall stand in the place and stead of the Purchased Assets, and that from and after the delivery of the Receiver's Certificate all Claims and Encumbrances shall attach to the Net Sale Proceeds from the sale of the Purchased Assets with the same priority as they had with respect to the Purchased Assets immediately prior to the sale, as if the Purchased Assets had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

6. THIS COURT ORDERS AND DIRECTS the Receiver to file with the Court a copy of the Receiver's Certificate, forthwith after delivery thereof.

7. THIS COURT ORDERS that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Debtors and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Debtors;

the vesting of the Purchased Assets in the Purchaser pursuant to this Order shall be binding on any licensed insolvency trustee in bankruptcy that may be appointed in respect of the Debtors

and shall not be void or voidable by creditors of the Debtors, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct or action other than in good faith pursuant to any applicable federal or provincial legislation.

INCREASE TO THE BORROWING CHARGE

8. THIS COURT ORDERS that the Receiver's Borrowings Charge as granted under the Receivership Order shall be increased, provided that the outstanding principal amount does not exceed \$800,000 (or such greater amount as this Court may by further Order authorize). The whole of the Property shall be and is hereby charged by way of a fixed and specific charge (the "**Receiver's Borrowing Charge**") as security for the payment of the monies borrowed, together with interest and charged thereon, in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any person, but subordinate in priority to the Receiver's Charge and the charges as set out in sections 14.06(7), 81.4(4), and 81.6(2) of the BIA.

9. THIS COURT ORDERS that the provisions of the Receivership Order with respect to the Receiver's Borrowings Charge shall continue.

APPROVAL OF ACTIVITIES AND DISBURSEMENTS OF THE RECEIVER

10. THIS COURT ORDERS that all activities and actions of the Receiver (the "**Actions of the Receiver**") to date in relation to the discharge of its duties as Receiver of the Property, as such Actions of the Receiver are more particularly described in the First Report and the Confidential Report, as well as the statement or receipts and disbursements contained in the First Report, shall be and are hereby approved and confirmed.

11. THIS COURT ORDERS that the professional fees and disbursements of the Receiver, as set out in the First Report, are hereby approved without the necessity of a formal passing of accounts.

12. THIS COURT ORDERS that the professional fees and disbursements of the Receiver's legal counsel, Taylor McCaffrey LLP and Gowling WLG as set out in the First Report, are hereby approved without the necessity of a formal assessment of its accounts.

MISCELLANEOUS MATTERS

13. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

14. THIS COURT ORDERS that this Order shall be served by email to all parties on the Service List, and any other party who appeared at the hearing of this motion, and further service is hereby dispensed with.

September 20, 2024

Justice Chartier

I, Charles Roy, of the firm of Taylor McCaffrey LLP, hereby certify that I have received the consents as to form of the following parties:

Royal Bank of Canada, as represented by Kalev A. Anniko at Fillmore Riley LLP

The Purchaser, _____, as represented by _____ at _____

Business Development Bank of Canada, as represented by Richard W. Schwartz at Tapper Cuddy LLP

The Debtors as represented by Bruce Taylor at Thompson Dorfman Sweatman
as directed by the Honourable Mr. Justice Chartier.

Schedule A – Form of Receiver’s Certificate

File No. CI 24-01-46529

**THE QUEEN'S BENCH
WINNIPEG CENTRE**

**IN THE MATTER OF: THE APPOINTMENT OF A RECEIVER
PURSUANT TO SECTION 243 OF THE
BANKRUPTCY AND INSOLVENCY ACT, RSC
1985, c B-3, AS AMENDED AND SECTION 55
OF THE COURT OF KING'S BENCH ACT,
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BETWEEN:

ROYAL BANK OF CANADA,

Applicant,

- and -

**PADM GROUP INC., PADM MEDICAL INC., and ROSWELL DOWNHOLE TECHNOLOGIES
INC.**

Respondents.

RECEIVER'S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Mr. Justice G.L. Chartier of the Manitoba Court of King's Bench (the "**Court**") dated May 23, 2024, BDO Canada Limited was appointed as the receiver (the "**Receiver**") of the undertaking, property and assets of the Respondents (the "**Debtors**").

B. Pursuant to an Order of the Court dated September 20, 2024, the Court approved the Asset Purchase Agreement made as of September __, 2024 (the "**Asset Purchase Agreement**") between the Receiver and _____(the "**Purchaser**") dated _____, 2024 and provided for the vesting in the Purchaser of the Debtors' right, title and interest in and to the Purchased Assets, which vesting is to be effective with respect to the Purchased Assets upon the delivery by the Receiver to the Purchaser of a certificate confirming (i) the payment by the Purchaser of the Purchase Price for the Purchased Assets; (ii) that the conditions to Closing have been satisfied or waived by the Receiver and the Purchaser; and (iii) the Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Asset Purchase Agreement.

THE RECEIVER CERTIFIES the following:

1. The Purchaser has paid and the Receiver has received the Purchase Price for the Purchased Assets payable on the Closing Date pursuant to the Asset Purchase Agreement;
2. The conditions to Closing the Asset Purchase Agreement have been satisfied or waived by the Receiver and the Purchaser; and
3. The Transaction has been completed to the satisfaction of the Receiver.
4. This Certificate was delivered by the Receiver at _____ [TIME] on _____ [DATE].

**BDO Canada Limited., in its capacity as
Receiver and Manager, without security, of
all of the assets, undertakings and properties
of the Debtors, and not in its personal
capacity**

Per: _____

Name:

Title:

SCHEDULE "2"

THE SERVICE LIST AS OF September 16, 2024

<u>Party/Counsel</u>	<u>Telephone</u>	<u>Facsimile</u>	<u>Party Represented</u>
Fillmore Riley LLP 360 Main Street, suite 1700 Winnipeg, Manitoba R3C 3Z3 Kalev A. Anniko kanniko@fillmoreriley.com	204-957-8308	204-956-0308	Counsel for the Applicant, Royal Bank of Canada
BDO Canada Limited 201 Portage Avenue, 26th Floor Winnipeg MB R3B 3K6 Brent Warga bwarga@bdo.ca John Fritz jfritz@bdo.ca	204-220-3666 204-282-9716	1 833 888 1678	Proposed Receiver
Taylor McCaffrey LLP 2200-201 Portage Avenue Winnipeg, MB R3B 3L3 David Jackson djackson@tmlawyers.com Charles Roy croy@tmlawyers.com	204-988-0375 204-988-0472	204-953-7178 204-953-7231	Counsel for the Proposed Receiver
Thompson Dorfman Sweatman 242 Hargrave St #1700, Winnipeg, MB R3C 0V1 Bruce Taylor gbt@tdslaw.com Melanie Labossiere mml@tdslaw.com	204-934-2566 204-934-2508	204- 934-0570	Counsel for the Respondents

Party/Counsel	Telephone	Facsimile	Party Represented
Tapper Cuddy LLP 1000-330 St. Mary Avenue Winnipeg, MB R3C 3Z5 Richard W. Schwartz rschwartz@tappercuddy.com	204-944-3232	204-947-2593	Counsel for Business Development Bank of Canada, Secured Creditor
The Cote Family Trust Suite 650, 211 – 11 th Avenue SW Calgary, AB T2R 0C6 Robert Stack rstack@wilcraft.com	403-476-0154		Secured Creditor
The Fiolka Family Trust Suite 650, 211 – 11 th Avenue SW Calgary, AB T2R 0C6 Robert Stack rstack@wilcraft.com	403-476-0154		Secured Creditor
The Sadie Capital Trust / The Sadie Family Trust Suite 650, 211 – 11 th Avenue SW Calgary, AB T2R 0C6 Robert Stack rstack@wilcraft.com	403-476-0154		Secured Creditor
Coast Capital Equipment Leasing Ltd. 800-9900 King George Blvd Surrey, BC V3T 0K7 cservice@coastcapitalsavings.com equipment@coastcapitalsavings.com	888- 517-7000		Secured Creditor

Party/Counsel	Telephone	Facsimile	Party Represented
De Lage Landen Financial Services Canada Inc. 5046 Mainway, Unit 1 Burlington, ON L7L 5Z1 clientservices-ca@leasedirect.com corporate@dllgroup.com	877-523-5515		Secured Creditor
Travelers Leasing Ltd. 800-9900 King George Blvd Surrey, BC V3T 0K7 cservice@coastcapitalsavings.com equipment@coastcapitalsavings.com	888- 517-7000		Secured Creditor
Orthopedic Innovation Centre Inc. Suite 320 1155 Concordia Avenue, Winnipeg, MB R2K 2M9 info@orthoinno.com Trevor Gascoyne M.Sc., Eng, President and CEO tgascoyne4@orthoinno.com	204-926-1290		Secured Creditor
Valiant Financial Services Inc. Ste 426 – 505 8840 210 Street Langley, BC V1M 2Y2 amallory@valiantfinancial.ca	833-635-3273	604-424-8507	Secured Creditor
CWB National Leasing 1525 Buffalo Place Winnipeg, Manitoba R3T 1L9 ppsa.adminstration@cwbnationalleasing.com debt enforcement@cwbnationalleasing.com	204 954 9000	866 814 4752	Secured creditor

Party/Counsel	Telephone	Facsimile	Party Represented
Surrey National Verification and Collection Centre Canada Revenue Agency 9755 King George Boulevard Surrey, British Columbia V3T 5E1	866-891-7403	833-697-2389	His Majesty / CRA (Manitoba and Alberta)
Manitoba Justice Civil Legal Services 301 – 310 Broadway Winnipeg, Manitoba R3C 3L6 Shelley Haner Shelley.haner@gov.mb.ca	204-792-6471	204-948-2826	Counsel for the Minister of Finance
RAL Calgary Cargo, LP 201 West Street Annapolis, MD USA 21401 Legal Department legal@realterm.com			Landlord
ARTIS WPG Industrial Ltd. Brad Goerzen bgoerzen@artisreit.com	204-934-2797		Landlord
Pitblado LLP 2500-360 Main Street Winnipeg, MB R3C 4H6 Eric Blouw blouw@pitblado.com Catherine Howden howden@pitblado.com	(204) 956-3512 (204) 956-3532		Counsel for ESFC Funding Co., LLC, Secured Creditor
MLT AIKINS LLP 30 th Floor – 360 Main Street Winnipeg, MB R3C 4G1 JJ Burnell jburnell@mltaikins.com	(204) 957-4663		Counsel for 15988977 Canada Inc. (Potential Purchaser)

Party/Counsel	Telephone	Facsimile	Party Represented
FIRST AMERICAN EQUIPMENT FINANCE 211 High Point Drive Victor, New York 14564 Alan Sikora – CEO alan.sikora@faef.com Bruce Masterson - general counsel Bruce.masterson@faef.com Thomas.Flint@faef.com Chris Wuest Senior Vice President, Asset Management Chris.Wuest@faef.com	 508-836-3270 585-643-3287 585-643-3270		Creditor
BENANTI & ASSOCIATES 350 Bedford Street, Suite 201 Stamford, Connecticut 06901 Paul A. De Genaro, Esq. pdegenaro@benantilaw.com	(203) 324-9559	(203) 358-8582	Counsel for First American Equipment Finance
EOS NORTH AMERICA 28970 Cabot Dr. – Suite#700 Novi, MI 48377 Mark Wright - CFO Mark.wright@eos-na.com Michael Longo – In House Counsel Michael.Longo@eos-na.com	(248) 635-1786		
Royal Bank of Canada 335 8 th Ave SW – 24 th Floor Calgary, Alberta T2P 1C9 Alex Wang alex.wang@rbc.com			Secured Creditor

<u>Party/Counsel</u>	<u>Telephone</u>	<u>Facsimile</u>	<u>Party Represented</u>
Nelson Kalin kalin_nelson@yahoo.com	(204) 944-9571		Creditor
Symmetry Media Graeme Findlay – Founder, Principal graeme@symmetrymedia.ca	(204) 803-7929		Unsecured Creditor
McCarthy Tetrault Suite 4000 421-7 th Avenue SW Calgary, AB R2P 4K9 Pantelis Kyriakakis pkiriakakis@mccarthy.ca	(204) 260-3536		Counsel for Realterm, RAL Calgary Cargo LP, Landlord of 47 Aero Drive NE property
MANITOBA HYDRO 360 Portage Avenue Winnipeg, MB R3C 0G8 Cathryn – Bankruptcy & Insolvency Rep MHBankruptcyinfo@hydro.mb.ca	(204) 360-5700		
Rene Gagnon 50 Tolcross Gate Winnipeg, MB R3Y 1M1 renshgag@hotmail.com			Shareholder
Jabil 10800 Roosevelt Blvd. N. St. Petersburg, Florida, USA 33716 Stephanie E. Ambs Assistant General Counsel Stephanie_Ambs@jabil.com (Underscore between)	1-727-717-6451		Unsecured Creditor

<u>Party/Counsel</u>	<u>Telephone</u>	<u>Facsimile</u>	<u>Party Represented</u>
Tekna Advanced Materials c/o Mr. Espen Schie and Mrs. Sophie Burgaud 2935 Boul Sherbrooke (Qc) Canada J1L 2T9 espen.schie@tekna.com sophie.burgaud@tekna.com			Creditor
Duboff Edwards Schachter LC 1900 – 155 Carlton Street Winnipeg, MB R3C 3H8 Richard Bars bars@deslaw.ca Evan Edwards evan.edwards@deslaw.ca	 (204) 594-1329 (204) 594-1328	(204) 942-3362	Counsel for Fitesa Washougal Inc. and Fitesa Indiana LLC
Bunzl Industrial 2270 Portland Street Calgary, AB T2G 4M6 Shannon Hussey Shannon.Hussey@bunzlcanada.ca	(403) 287-7145	(403) 287-2446	Creditor
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