

COURT FILE NUMBER 24-3278321

COURT COURT OF KING'S BENCH OF ALBERTA IN
BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE EDMONTON

IN THE MATTER OF THE BANKRUPTCY
AND INSOLVENCY ACT, R.S.C. 1985, C. B-3,
AS AMENDED

AND IN THE MATTER OF THE NOTICE OF
INTENTION TO MAKE A PROPOSAL OF
1255261 ALBERTA LTD.

APPLICANT BDO CANADA LTD. IN ITS CAPACITY AS
THE PROPOSAL TRUSTEE

DOCUMENT **APPLICATION**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

OGILVIE LLP
Barristers & Solicitors
2800 Stantec Tower
10220 103 Avenue NW
Edmonton, AB T5J 0K4

Attention: Susy Trace / Sydney V. Moore
Phone: 780-429-6246
Email: STrace@OgilvieLaw.com
SMoore@OgilvieLaw.com
Fax: 780-429-4453
File: 55872.22

Clerk's Stamp

NOTICE TO RESPONDENT(S):

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:

Date: **November 19, 2025**

Time: **3:30 p.m.**

Where: **Edmonton**

Before Whom: **Justice J. J. Gill**

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. BDO Canada Ltd., in its capacity as proposal trustee (the “**Proposal Trustee**”) in the matter of the notice of intention to make a proposal of 1244261 Alberta Ltd. (the “**Company**”), seeks the following orders:
 - a. an order substantially in the form attached to this Application as **Schedule “A”**:
 - (a) deeming service of this Application and its supporting materials good and sufficient;
 - (b) abridging time for service of this Application, if necessary;
 - (c) approving the Company’s proposal (the “**Proposal**”);
 - (d) releasing the Company, its former shareholders, officers, directors, employees, auditors, financial advisors, legal counsel and agents of the Company from those matters identified in clause 16.8 of the Proposal;
 - (e) approving the First Report of the Proposal Trustee (the “**First Report**”), including the reported actions and activities of the Proposal Trustee to date as outlined in this report.
 - b. A Restricted Court Access Order substantially in the form attached to this Application as **Schedule “B”**:
 - (f) sealing the first confidential supplement to the Proposal Trustee’s First Report (the “**Confidential Supplement**”) until the earlier of the completion of the Auction (as defined below) or further order of this Court upon seven days’ notice to all interested parties; and,
 - (g) such further and other relief as this Honourable Court may deem appropriate.

Grounds for making this application:The Proposal

2. The Company filed a Notice of Intention to make a Proposal (“**NOI**”) pursuant to section 50.4(1) of the *Bankruptcy and Insolvency Act*, RSC 1985, c. B-3, as amended (“**BIA**”), on September 25, 2025.
3. The Proposal Trustee consented to act as proposal trustee for the NOI proceedings of the Company.
4. On October 23, 2025, the Company filed its proposal under the *BIA* (the “**Proposal**”), which sets out a process whereby liquidation of the Companies’ assets would proceed by way of auction (the “**Auction**”).
5. On November 6, 2025, a general meeting of creditors was held to consider and vote on the Proposal.
6. The Proposal was passed with the requisite majority required by section 54(2)(d) of the *BIA*.
7. The requirements of the *BIA* have been satisfied. Specifically:

- (a) the terms of the Proposal are reasonable;
- (b) the terms of the Proposal are calculated to the benefit of the general body of creditors of the Company;
- (c) the proposal is made in good faith; and,
- (d) the formalities of the *BIA* have been complied with and the terms required by the *BIA* to be included in the Proposal are contained in the Proposal.

The First Report

- 8. All the activities of the Proposal Trustee in the administration of the NOI proceedings of the Company as described in the First Report are reasonable and appropriate in the circumstances.

Restricted Court Access Order

- 9. The Confidential Supplement contains commercially sensitive information relating to assets of the Company which have been conditionally sold. Disclosure of such information may jeopardize realizations from these assets if the proposed Auction is not approved by the Court, if the Auction does not proceed, or if the assets are not otherwise sold.
- 10. Ensuring the integrity of a potential future sales process outweighs any potential deleterious effects resulting from a temporary Sealing Order.
- 11. The media has been notified of this Application for a Restricted Court Access Order.

Material or evidence to be relied on:

- 12. This Notice of Application and Schedule "A" form of Order;
- 13. The Proposal of the Company, dated October 23, 2025;
- 14. Form 40, Report of Trustee on Proposal
- 15. The First Report of the Proposal Trustee, dated November 6, 2025;
- 16. The Confidential Supplement to the Proposal Trustee's First Report, dated November 6, 2025;
- 17. The pleadings and proceedings herein; and,
- 18. Such further and other materials as counsel may advise and this Honourable Court may permit.

Applicable rules:

- 19. *Bankruptcy and Insolvency General Rules*, CRC, c 368, Rules 18-27.
- 20. *Alberta Rules of Court*, Alta Reg 124/2010.

Applicable Acts and regulations:

- 21. *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, as amended.

22. Such further and other Acts and regulations as counsel may advise and this Honourable Court may permit.

Any irregularity complained of or objection relied on:

23. None.

How the application is proposed to be heard or considered:

24. Commercial Chambers (via Webex).

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 give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.

SCHEDULE "A"

Clerk's Stamp:

COURT FILE NUMBER 24-3278321

COURT COURT OF KING'S BENCH OF ALBERTA
IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE EDMONTON

IN THE MATTER OF THE *BANKRUPTCY
AND INSOLVENCY ACT*, R.S.C. 1985, C.
B-3, AS AMENDED

AND IN THE MATTER OF THE NOTICE
OF INTENTION TO MAKE A PROPOSAL
OF 1255261 ALBERTA LTD.

APPLICANT BDO CANADA LTD. IN ITS CAPACITY AS
THE PROPOSAL TRUSTEE

DOCUMENT **ORDER APPROVING PROPOSAL AND
ACTIVITIES**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT **OGILVIE LLP**
Barristers & Solicitors
2800 Stantec Tower
10220 103 Avenue NW
Edmonton, AB T5J 0K4

Attention: Susy Trace / Sydney V. Moore
Phone: 780.429.6246
Email: STrace@OgilvIELaw.com
SMoore@OgilvIELaw.com
Fax: 780-429-4453
File No.: 55872.22

DATE ON WHICH ORDER WAS PRONOUNCED: November 19, 2025

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: J.J. Gill

UPON THE APPLICATION of BDO Canada Ltd., in its capacity as proposal trustee (the "Proposal Trustee") of 1255261 Alberta Ltd. (the "Company"); **AND UPON HAVING REVIEWED** the Proposal Trustee's First Report (the "First Report") dated November 6, 2025 and filed, the first Confidential Supplement to the First Report (the "Confidential Supplement"), not filed, and the Affidavit of Service of Trudy Deagle, filed, **AND UPON HAVING READ THE REPORT OF THE PROPOSAL TRUSTEE ON THE PROPOSAL – FORM 40; AND UPON HAVING CONSIDERED** the activities undertaken by the Proposal Trustee, as set out in the First

Report; **AND UPON HAVING CONSIDERED** the proposal (the "**Proposal**") of 255261 Alberta Ltd. (the "**Company**"), **AND UPON HEARING** from counsel for the Proposal Trustee, counsel for the Company, and any other parties present;

IT IS HEREBY ORDERED THAT:

Capitalized Terms

1. Capitalized Terms not defined in this Order shall have the meaning ascribed to such term in the Proposal.

Service

2. The time for service of notice of this Application and supporting materials, including the notice of hearing contemplated in section 58(b) of the *Bankruptcy and Insolvency Act*, is hereby abridged to time actually given and is deemed to be good, timely, and sufficient.
3. This Order shall be served on the Service List and any other 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 effected the next business day following the transmission or delivery of such documents.

Approval of Activities

4. The First Report, including the reported action and activities of the Proposal Trustee to date as outlined in the First Report, are hereby ratified and approved.

Approval of Proposal

5. The Proposal of the Company dated October 23, 2025, is hereby approved.
6. On the Proposal Implementation Date, the Proposal shall be implemented by the Company and the Proposal and all of its provisions shall be fully effective and binding on the Company and on all persons affected by the Proposal. Further, without limiting anything in the Proposal, all Claims are forever barred and extinguished, the Company is discharged and released from any and all Claims of any nature or kind in accordance with the Proposal, the ability of any Person to proceed against the Company in respect of or relating to any Claims (other than Unaffected Claims) is forever discharged and restrained and all proceedings with respect to, in connection with, or relating to such Claims are permanently stayed, subject only to the rights

of the Creditors as provided for in the Proposal, provided that nothing shall release or discharge: (a) the Company from any obligation owed to any person pursuant to the Proposal, including payments to Creditors, or (b) a released party from any criminal or fraudulent conduct.

7. The Company and the Proposal Trustee are hereby authorized to take all actions and steps necessary or appropriate to implement and complete the Proposal, including through the distribution of the Proposal Fund to the Creditors with Proven Claims in accordance with the terms of the Proposal.

No Liability to Proposal Trustee

8. The distributions, payments and disbursements delivered pursuant to the Proposal are not delivered by the Proposal Trustee in its personal or corporate capacity or as legal representative of the Company and shall be without personal or corporate liability of the Proposal Trustee, and without limiting the foregoing, the Proposal Trustee shall have no, and is hereby released from, any obligation or liability in connection with any taxes which may be owing by the Company, or any withholdings or deductions that any person may assert should or should not have been paid or made in connection with such distributions, disbursements or payments.
9. The Proposal Trustee shall incur no liability or obligation for any act or omission as a result of carrying out the provisions of this Order and the Proposal, save and except for any gross negligence or wilful misconduct on its part.

Releases

10. On the Proposal Implementation Date, and subject to the terms and conditions set forth in the Proposal, the releases referred to in Section 16.8 of the Proposal shall be binding and effective as set out in the Proposal. Further, nothing herein shall release any of the released parties from any claim arising from fraudulent conduct or any claim arising pursuant to section 50(14) of the BIA.

J. C. K. B. A.

Clerk's Stamp:

COURT FILE NUMBER 24-3278321

COURT COURT OF KING'S BENCH OF ALBERTA
IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE EDMONTON

IN THE MATTER OF THE *BANKRUPTCY
AND INSOLVENCY ACT*, R.S.C. 1985, C.
B-3, AS AMENDED

AND IN THE MATTER OF THE NOTICE
OF INTENTION TO MAKE A PROPOSAL
OF 1255261 ALBERTA LTD.

APPLICANT BDO CANADA LTD. IN ITS CAPACITY AS
THE PROPOSAL TRUSTEE

DOCUMENT **RESTRICTED COURT ACCESS ORDER**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

OGILVIE LLP
Barristers & Solicitors
2800 Stantec Tower
10220 103 Avenue NW
Edmonton, AB T5J 0K4

Attention: Susy Trace / Sydney V. Moore
Phone: 780.429.6246
Email: STrace@OgilvieLaw.com
SMoore@OgilvieLaw.com
Fax: 780-429-4453
File No.: 55872.22

DATE ON WHICH ORDER WAS PRONOUNCED: November 19, 2025

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: J.J. Gill

UPON THE APPLICATION of BDO Canada Ltd., in its capacity as proposal trustee (the "**Proposal Trustee**") of 1255261 Alberta Ltd (the "**Company**") for a Restricted Court Access Order; **AND UPON HAVING REVIEWED** the Proposal Trustee's First Report (the "**First Report**") dated November 6, 2025 and filed, the first Confidential Supplement to the First Report (the "**Confidential Supplement**"), not filed, and the Affidavit of Service of Trudy Deagle, filed, **AND UPON HAVING READ THE REPORT OF THE PROPOSAL TRUSTEE ON THE PROPOSAL – FORM 40; AND UPON HEARING** that the media has been provided prior notice

of this Application; **AND UPON HEARING** from counsel for the Proposal Trustee, counsel for the Company, and any other parties present;

IT IS HEREBY ORDERED THAT:

1. The time for service of notice of this Application and supporting materials is hereby abridged to time actually given and is deemed to be good, timely, and sufficient.
2. The Confidential Supplement shall be sealed and kept confidential, to be shown only to a Justice of the Court of King's Bench of Alberta and the Clerk of the Court be and is hereby directed to seal the Confidential Supplement on the Court file until the Proposal Trustee writes the Clerk of the Court confirming that three (3) months have passed since the property of the Company has been sold.
3. The Clerk of the Court is hereby directed to seal the Confidential Supplement in an envelope setting out the Style of Cause in the within proceedings and labelled:

THIS ENVELOPE CONTAINS THE CONFIDENTIAL SUPPLEMENT TO THE FIRST REPORT TO THE COURT OF BDO CANADA LIMITED IN ITS CAPACITY AS PROPSAL TRUSTEE OF 1255261 ALBERTA LTD. DATED NOVEMBER 6, 2025. THIS CONFIDENTIAL SUPPLEMENT IS SEALED ON THE COURT FILE PURSUANT TO THE ORDER ISSUED BY THE HONOURABLE JUSTICE J.J. GILL ON NOVEMBER 19, 2025. THE CONFIDENTIAL SUPPLEMENT IS NOT TO BE ACCESSED BY ANY PERSON UNTIL THE PROPOSAL TRUSTEE WRITES THE CLERK OF THE COURT CONFIRMING THAT THREE (3) MONTHS HAS PASSED SINCE THE PROPERTY OF THE DEBTOR HAS BEEN SOLD.

4. Service of this Order shall be deemed good and sufficient by Serving the same on:
 - a. the persons listed on the service list created in these proceedings;
 - b. any other person served with notice of the application for this Order ;
 - c. any other parties attending or represented at the application for this Order ; and

service on any other person is hereby dispensed with.

5. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following transmission or delivery of this Order.

J. C. K. B. A.