

COURT FILE NUMBER

2001-14421

COURT

COURT OF QUEEN'S BENCH OF
ALBERTA

JUDICIAL CENTRE

CALGARY

PLAINTIFF

THE TORONTO-DOMINION BANK

DEFENDANTS

THE GENERATION CORPORATION,
ELLIS FABRICATIONS INC.,
GENERATION CONSTRUCTION CORP.,
GENERATION STEEL INC.,
GROUNDWORKS SAFETY SYSTEMS
INC., JAMES FOLEY, and DANIELLE
FOLEY

DOCUMENT

**ORDER TO AMEND STYLE OF CAUSE
AND DISCHARGE RECEIVER**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS DOCUMENT

Bennett Jones LLP
4500 Bankers Hall East
855 - 2nd Street SW
Calgary, Alberta T2P 4K7

Attention: Ken Lenz, Q.C./Keely Cameron
Telephone No.: 403-298-3317/3324
Fax No.: 403-265-7219
Client File No.: 91105.1

DATE ON WHICH ORDER WAS
PRONOUNCED:

January 13, 2021

LOCATION WHERE ORDER WAS
PRONOUNCED:

Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS
ORDER:

Justice Neufeld

I hereby certify this to be a true copy of
the original Order

Dated this 15 day of Jan 2021

Handido
for Clerk of the Court

UPON THE APPLICATION of JAMES FOLEY for an Order for the discharge of the Receiver, KPMG Inc. (the "Receiver"), the approval of Receiver's fees and disbursements, and the approval of the Receiver's activities; AND UPON reviewing the Affidavits of James Foley dated December 2, 2020 and January 6, 2021; AND UPON having read the Receiver's report dated January 7, 2021 (the "Receiver's Report"); AND UPON hearing counsel for James Foley and counsel for interested parties; AND UPON being satisfied that it is appropriate to do so, IT IS ORDERED THAT:

Service

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.

Amendment to the Style of Cause

2. The style of cause in Alberta Court of Queen's Bench Action No. 2001-14421 is hereby amended to replace "The Toronto-Dominion Bank" as the Plaintiff with "1814966 Alberta Ltd."

Discharge of Receiver

3. The Receiver's accounts for fees and disbursements, as set out in the Receiver's Report, are hereby approved without the necessity of a formal passing of its accounts.
4. The accounts of the Receiver's legal counsel, Burnett, Duckworth & Palmer LLP, for its fees and disbursements, as set out in the Receiver's Report, are hereby approved without the necessity of a formal passing of its accounts.
5. The Receiver's activities as set out in the Receiver's Report and in all of its other reports filed herein, and the Statement of Receipts and Disbursements as attached to the Receiver's Report, are hereby ratified and approved.
6. The Receiver is authorized and directed to relinquish possession of the assets, undertakings and properties of every nature and kind whatsoever, and wherever situate, including all

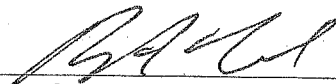
proceeds thereof to the Debtors The Generation Corporation, Ellis Fabrications Inc., Generation Construction Corp., Generation Steel Inc., GroundWorks Safety Systems Inc., James Foley, and Danielle Foley.

7. On the evidence before the Court, the Receiver has satisfied the obligations under and pursuant to the terms of the Orders 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.
8. The Receiver shall not be liable for the post-receivership operations of the Debtors or any actions by the Debtors following the granting of this Order.
9. No action or other proceedings shall be commenced against the Receiver in any way 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.
10. Upon payment to the Receiver in the amount of \$734,794, the Receiver is discharged as Receiver of the Debtors, provided however, that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) 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 favour of the Receiver in its capacity as Receiver.

Miscellaneous

11. 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 effected the next business day following the transmission or delivery of such documents.

12. Service of this Order on any party not attending this application is hereby dispensed with.



Justice of the Court of
Queen's Bench of Alberta