



No. S236214
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

1392752 B.C. LTD.

PETITIONER

AND:

SKEENA SAWMILLS LTD., SKEENA BIOENERGY LTD. and
ROC HOLDINGS LTD.

RESPONDENTS

RECEIVER'S CERTIFICATE

- A. By order made September 20, 2023, this Court appointed Alvarez & Marsal Canada Inc. (the "**Receiver**") as receiver and manager of the assets, undertakings and property of Skeena Sawmills Ltd., Skeena Bioenergy Ltd. and ROC Holdings Ltd. (collectively, the "**Companies**").
- B. Pursuant to an order of the Court dated April 16, 2024, the court approved the Purchase and Sale Agreement (the "**Sale Agreement**") entered into by the Receiver, as vendor, and Kitsumkalum First Nation, 1355392 B.C. Ltd., 1355390 B.C. Ltd. and 1355387 B.C. Ltd. (together, the "**Purchaser**"), collectively, as purchaser, and provided for the vesting of the Phase 1 Purchased Assets (as defined in the Sale Agreement) effective upon delivery by the Receiver to the Purchaser of a certificate confirming: (i) receipt of the full amount of the Purchase Price (as defined in the Sale Agreement); and (ii) the transaction in respect of the Phase 1 Purchased Assets as contemplated by the Sale Agreement has been completed to the satisfaction of the Receiver.

THE RECEIVER HEREBY CERTIFIES the following:

1. The Receiver has received the full amount of the Purchase Price.

2. The transaction in respect of the Phase 1 Purchased Assets as contemplated by the Sale Agreement has been completed to the satisfaction of the Receiver.

This Certificate was delivered by the Receiver at Vancouver on May 2, 2024.

ALVAREZ & MARSAL CANADA INC., in its
capacity as Receiver of Skeena Sawmills Ltd.,
Skeena Bioenergy Ltd. and ROC Holdings Ltd., and
not in its personal capacity

Per: 
Name: **Anthony Tillman**