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2401-15969

COURT

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CALGARY

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IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF
ANGUS A2A GP INC., ANGUS MANOR PARK A2A GP INC., ANGUS
MANOR PARK A2A CAPITAL CORP., ANGUS MANOR PARK A2A
DEVELOPMENTS INC., HILLS OF WINDRIDGE A2A GP INC.,
WINDRIDGE A2A DEVELOPMENTS, LLC, FOSSIL CREEK A2A GP
INC., FOSSIL CREEK A2A DEVELOPMENTS, LCC, A2A
DEVELOPMENTS INC., SERENE COUNTRY HOMES (CANADA) INC.
and A2A CAPITAL SERVICES CANADA INC.

APPLICANT

ALVAREZ & MARSAL CANADA INC., in its capacity as Court-appointed
Monitor of ANGUS A2A GP INC., ANGUS MANOR PARK A2A GP INC.,
ANGUS MANOR PARK A2A CAPITAL CORP., ANGUS MANOR PARK
A2A DEVELOPMENTS INC., HILLS OF WINDRIDGE A2A GP INC.,
WINDRIDGE A2A DEVELOPMENTS, LLC, FOSSIL CREEK A2A GP
INC., FOSSIL CREEK A2A DEVELOPMENTS, LCC, A2A
DEVELOPMENTS INC., SERENE COUNTRY HOMES (CANADA) INC.
and A2A CAPITAL SERVICES CANADA INC.

DOCUMENT

**ORDER APPROVING INCREASE TO ADMINISTRATION CHARGE,
ETC.**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION
OF PARTY
FILING THIS
DOCUMENT

Cassels Brock & Blackwell LLP
Bankers Hall West
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Calgary, AB T2P 5C5

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Attention: Jeffrey Oliver / Danielle Marechal

File no. 57100-4

DATE ON WHICH ORDER WAS PRONOUNCED:

December 20, 2024

LOCATION WHERE ORDER WAS PRONOUNCED:

Calgary, Alberta

JUSTICE WHO MADE THIS ORDER:

The Honourable Justice Feasby

UPON the application (the "**Application**") of Alvarez & Marsal Canada Inc. ("**A&M**") in its capacity as the
court-appointed monitor with enhanced powers (in such capacity, the "**Monitor**") of Angus A2A GP Inc.,
Angus Manor Park A2A GP Inc., Angus Manor Park A2A Capital Corp., Angus Manor Park A2A

Developments Inc., Hills of Windridge A2A GP Inc., Windridge A2A Developments, LLC, Fossil Creek A2A GP Inc., Fossil Creek A2A Developments, LLC, A2A Developments Inc., Serene Country Homes (Canada) Inc., and A2A Capital Services Canada Inc. (together, the "**Debtor Companies**"); **AND UPON** the application of the Debtor Companies (the "**Debtor Companies' Application**"); **AND UPON** having read the Pre-filing Report of the Monitor dated November 13, 2024, the First Report of the Monitor dated November 20, 2024, the First Supplement to the First Report of the Monitor dated November 21, 2024, the Second Supplement to the First Report of the Monitor dated November 25, 2024, the Second Report of the Monitor dated November 28, 2024, the Third Report of the Monitor dated December 13, 2024 and the First Supplement to the Third Report of the Monitor dated December 17, 2024 ; **AND UPON** reviewing the Initial Order granted by the Honourable Justice C. Feasby in these proceedings on November 14, 2024 and the Amended and Restated Initial Order granted by the Honourable Justice C. Simard in these proceedings on November 25, 2024 (the "**ARIO**"); **AND UPON** hearing counsel for the Monitor, Representative Counsel (as defined herein), counsel for the Debtor Companies and any other party in attendance; **AND UPON** being satisfied that it is appropriate to do so;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. The time for service of the notice of application for this order (the "**Order**") is hereby abridged and deemed good and sufficient and the Application is properly returnable today.

CAPITALIZED TERMS

2. Capitalized terms used herein but not otherwise defined in this Order shall have the meaning given to such terms in ARIO.

STAY OF PROCEEDINGS

3. The Stay Period is hereby extended until and including January 17, 2025.

INCREASE TO ADMINISTRATION CHARGE

4. The aggregate amount of the Administration Charge set out in paragraphs 49 of the ARIO is increased from \$250,000 to \$1,000,000.
5. The ARIO shall be and is hereby amended by deleting paragraph 57 thereof and replacing it with new paragraph 57 reading as follows:

57. The priorities of the Administration Charge, and the Interim Lender's Charge, as among them, shall be as follows:

First – Administration Charge (to the maximum amount of \$250,000);

Second – Interim Lender's Charge (to the maximum amount of \$1,250,000, plus the amount of all interest, fees and expenses in respect of the principal amount advanced under the Term Sheet and/or Definitive Documents).

Third – Administration Charge (to the maximum amount of \$750,000);

APPROVAL OF PROFESSIONAL FEES

6. The fees and disbursements of the Monitor and Monitor's Counsel, as set out in the Third Report, are hereby approved without the necessity of a formal passing of its accounts.

ADJOURNMENT

7. The portion of the Monitor's Application seeking approval of the Monitor's conduct and activities, advice and direction of this Honourable Court with respect to the Debtor Companies failure to furnish the Requested Information on the timeline ordered by this Honourable Court and the alternate relief of appointing A&M as receiver-manager, and the entirety of the Debtor Companies' Application are each adjourned to Thursday January 16, 2024 10:00 AM, for half a day before the Honourable Justice Feasby and Friday, January 17, 2025, at 10:00 AM, for half a day before the Honourable Justice Feasby (collectively, the "**Hearing**").

LITIGATION SCHEDULE

8. The following litigation schedule shall apply with respect to the Hearing:
- (a) The Debtor Companies shall file any supplemental affidavits by no later than 4:00 PM MST on Friday, January 3, 2025;
 - (b) Questioning of by the Parties shall take place on Tuesday, January 7, 2025, or Wednesday, January 8, 2025;
 - (c) The Parties shall file and serve any materials (excluding the briefs of law and the Debtor Companies' Supplemental Affidavits), that they intent to rely on at the Hearing by no

later than 4:00 PM on Wednesday, January 8, 2025; and

- (d) The Parties shall exchange their briefs of law by no later than 4:00 PM MST on Monday, January 13, 2025.

SERVICE AND NOTICE PROTOCOL

- 9. This Order shall be served upon those parties listed on the Service List by ordinary mail, courier, or electronic transmission. Service to be deemed effected by the next business day following transmission or delivery of such documents.
- 10. The Monitor shall post a copy of this Order to the Monitor's Website for these proceedings:
www.alvarezandmarsal.com/a2a
- 11. Service of this Order to any other party is hereby dispensed with.



Justice of the Court of King's Bench of Alberta