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COURT FILE NUMBER

2401-15969

COURT

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JUDICIAL CENTRE

CALGARY

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IN THE MATTER OF THE *COMPANIES' CREDITORS* 2401 15969  
*ARRANGEMENT ACT*, RSC 1985, c. C-36, AS AMENDED  
Mar 7, 2025

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, LLC, 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, LLC, A2A  
DEVELOPMENTS INC., SERENE COUNTRY HOMES (CANADA) INC.  
and A2A CAPITAL SERVICES CANADA INC.

DOCUMENT

**STAY EXTENSION & MISCELLANEOUS RELIEF ORDER**

ADDRESS FOR  
SERVICE AND  
CONTACT  
INFORMATION  
OF PARTY  
FILING THIS  
DOCUMENT

Cassels Brock & Blackwell LLP  
Bankers Hall West  
3810, 888 3rd St SW  
Calgary, AB T2P 5C5

E: [joliver@cassels.com](mailto:joliver@cassels.com) / [dmarechal@cassels.com](mailto:dmarechal@cassels.com)  
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**Attention: Jeffrey Oliver / Danielle Marechal**

File no. 57100-4

**DATE ON WHICH ORDER WAS PRONOUNCED:**

March 5, 2025

**LOCATION WHERE ORDER WAS PRONOUNCED:**

Calgary, Alberta

**JUSTICE WHO MADE THIS ORDER:**

The Honourable Justice Campbell

**UPON** the application (the "**Monitor's 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., Fossil Creek A2A GP Inc., A2A Developments Inc., Serene Country Homes (Canada) Inc., and A2A Capital Services Canada Inc. (together the “**Canadian Respondents**”) and Fossil Creek A2A Developments, LLC and Windridge A2A Developments, LLC (the “**US Debtor Companies**” and together with the Canadian Respondents, the “**Debtor Companies**”); **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, the First Supplement to the Third Report of the Monitor dated December 17, 2024, the Fourth Report of the Monitor dated February 19, 2025 (the “**Fourth Report**”) and the First Supplement to the Fourth Report of the Monitor dated February 24, 2025; **AND UPON** reviewing the Initial Order granted by the Honourable Justice C. Feasby in these proceedings on November 14, 2024, the Amended and Restated Initial Order granted by the Honourable Justice C. Simard in these proceedings on November 25, 2024 (the “**ARIO**”), the Order granted by the Honourable Justice C. Feasby in these proceedings on December 20, 2024, the Order granted by the Honourable Justice C. Feasby in these proceedings on January 29, 2025 and the Order granted by the Honourable Justice C. Feasby in these proceedings on February 11, 2025; **AND UPON** reading the Brief of the Monitor filed February 24, 2025, the Brief of the Canadian Respondents filed February 27, 2025 and the Brief of the US Debtor Companies filed February 28, 2025; **AND UPON** hearing counsel for the Monitor, Representative Counsel, counsel for the US Debtor Companies and counsel for the Canadian Respondents and any other party in attendance; **AND UPON** judgment of the Monitor’s application being reserved until March 5, 2025; **IT IS HEREBY ORDERED AND DECLARED THAT:**

#### **SERVICE**

1. The time for service of the notice of application for this order (the “**Order**”) is 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 the ARIO, the Third Report and the Fourth Report.

#### **TEXAS PLAN**

3. The Texas Plan as outlined at paragraphs 74 to 90 of the Fourth Report is hereby approved and the Monitor is hereby authorized and empowered to take any and all steps that it deems necessary or desirable to implement the Texas Plan or otherwise gain control of the Fossil Creek

Lot, the Windridge Lands, and the sale proceeds from the Water District Sale and the Fossil Creek Sale (each as defined in the Fourth Report) or any other assets of the US Debtor Companies discovered by the Monitor.

## **STAY OF PROCEEDINGS**

4. The Stay Period is hereby extended until and including April 30, 2025.

## **AMENDMENT**

5. The ARIO shall be and is hereby amended by deleting paragraph 31 thereof and replacing it with new paragraph 31 reading as follows:

31. Representative Counsel is authorized to take all steps necessary or desirable to carry out the terms of this Order including dealing with any Court, regulatory body or other government ministry, department or agency to take all such steps as are necessary or incidental thereto.

## **INCREASE TO ADMINISTRATION CHARGE**

6. The aggregate amount of the Administration Charge set out in paragraph 49 of the ARIO is increased from \$1,000,000 to \$2,500,000.
7. 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 \$2,250,000);

## APPROVAL OF PROFESSIONAL FEES

8. The fees and disbursements of the Monitor and Monitor's Counsel, as set out in the First Supplement to the Fourth Report, are hereby approved without the necessity of a formal passing of its accounts, provided however that the fees and disbursements of the Monitor and Monitor's Counsel are approved without prejudice to the Debtor Companies' rights and entitlements to challenge the conduct, actions and activities of the Monitor (the "**Conduct**") and fees and disbursements of the Monitor and its counsel directly associated with such Conduct.

## 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 is 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](http://www.alvarezandmarsal.com/a2a).
11. Service of this Order to any other party is hereby dispensed with.

  
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Justice of the Court of King's Bench of Alberta