

Clerk's stamp:

COURT FILE NUMBER

1701-07807

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY



803935

\$50.00  
Justice Eidsvik  
COM  
Aug 31, 2021

**IN THE MATTER OF THE COMPANIES ACT, R.S.A.  
2000, c C-21.**

**AND**

**IN THE MATTER OF THE JUDICATURE ACT, R.S.A.  
2000, c J-2.**

**AND**

**IN THE MATTER OF SHEPHERD'S VILLAGE  
MINISTRIES LTD.**

APPLICANT



**KPMG INC., in its capacity as liquidator of  
SHEPHERD'S VILLAGE MINISTRIES LTD.**

DOCUMENT

**APPLICATION**

ADDRESS FOR SERVICE AND CONTACT  
INFORMATION OF PARTY FILING THIS  
DOCUMENT

Dentons Canada LLP  
Bankers Court  
15th Floor, 850 - 2nd Street S.W.  
Calgary, Alberta T2P 0R8

Attention: David Mann / Afshan Naveed  
Ph. (403) 268-7097 / 7015 Fx. (403) 268-3100  
File No.: 533650-8

**NOTICE TO THE RESPONDENT(S) – SEE ATTACHED SERVICE LIST**

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: August 31, 2021

Time: 2:00 p.m.

Where: Calgary Courts Centre,  
601, 5<sup>th</sup> Street SW  
VIA WEBEX

Virtual Courtroom Link:

<https://albertacourts.webex.com/meet/virtual.courtroom60>

Before: The Honourable Justice K.M. Eidsvik

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. Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Fourth Report (defined herein) of the Liquidator (defined herein).
2. The applicant, KPMG Inc. ("**KPMG**"), in its capacity as liquidator (the "**Liquidator**") of Shepherd's Village Ministries Ltd. ("**SVM**") and as the investigator (the "**Investigator**") of Condominium Plan No. 0020672 (the "**Condo Corp**") seeks the following relief:
  - (a) an Order, in substantially the same form as attached hereto as **Schedule "A"**, granting, among other things, the following relief:
    - (i) deeming service of the notice of this application and supporting materials to be good and sufficient and ordering that no other person is required to have been served with notice of this application and abridging time for service of this application to that actually given, if necessary;
    - (ii) approving and ratifying the activities of KPMG, in its capacity as the Court-appointed Investigator of the Condo Corp, as described in the Report of the Liquidator and the Investigator, dated August 20, 2021 (the "**Fourth Report**");
    - (iii) declaring that the Investigator has duly and properly discharge its duties, responsibilities, and obligations as Investigator of the Condo Corp;
    - (iv) the discharge of the Investigator with immediate effect;
    - (v) approving and ratifying the activities of KPMG, in its capacity as the Court-appointed Liquidator, as described in Forth Report; and
    - (vi) approving the conveyance and vesting of title to Unit 52 to the Condo Corp, as it remains the common property of the development.
  - (b) an Order, in substantially the same form as attached hereto as **Schedule "B"**, granting, among other things, the following relief:
    - (i) deeming service of the notice of this application and supporting materials to be good and sufficient and ordering that no other person is required to have been served with notice of this application and abridging time for service of this application to that actually given, if necessary; and
    - (ii) approval of a general vesting order which will allow for the sale of the remaining Rental Units and Lot A, by way of Liquidator's Certificate without the need to return to Court for approval each time;

- (c) An Order, in substantially the form as attached hereto as **Schedule “C”**, granting, among other things, the following relief:
- (i) deeming service of the notice of this application and supporting materials to be good and sufficient and ordering that no other person is required to have been served with notice of this application and abridging time for service of this application to that actually given, if necessary;
  - (ii) approving and accepting the Napier Offer and rejecting all other offers for Unit 18, if any;
  - (iii) directing that the purchase price, including the deposit, be paid to the solicitors for the Liquidator;
  - (iv) directing that notwithstanding the provisions of section 191 of the *Land Titles Act*, R.S.A. 2000, c. L-4, upon receipt of a letter from the Liquidator’s solicitors confirming receipt of the purchase price, the Registrar of the Alberta Land Registration District shall cancel the existing certificates of title to the Unit 18 Lands, and shall issue new certificates of title in the name of the individual(s) whose offer to purchase is accepted by the Court;
  - (v) extinguishing any and all interest of SVM in the Unit 18 Lands;
  - (vi) directing that upon the completion of the purchase and sale of Unit 18, the net proceeds of the sale, following payment of the real estate commission and any GST thereon to the listing realtor, shall be paid to the Liquidator/Investigator and it’s counsel, on a *pro rata basis*, in partial satisfaction of their respective fees and disbursements, as approved pursuant to the Order granted by The Honourable Justice R.A. Neufeld on January 14, 2021 (the “**January Order**”).
- (d) An Order, in substantially the form as attached hereto as **Schedule “D”**, granting, among other things, the following relief:
- (i) deeming service of the notice of this application and supporting materials to be good and sufficient and ordering that no other person is required to have been served with notice of this application and abridging time for service of this application to that actually given, if necessary;
  - (ii) approving and accepting the Anderson Offer and rejecting all other offers for Unit 11, if any;
  - (iii) directing that the purchase price, including the deposit, be paid to the solicitors for the Liquidator;
  - (iv) directing that notwithstanding the provisions of section 191 of the *Land Titles Act*, R.S.A. 2000, c. L-4, upon receipt of a letter from the Liquidator’s solicitors confirming receipt of the purchase price, the Registrar of the Alberta Land Registration District shall cancel the existing certificates of title to the Unit 11 Lands, and shall issue new certificates of title in the name of the individual(s) whose offer to purchase is accepted by the Court;
  - (v) extinguishing any and all interest of SVM in the Unit 11 Lands;
  - (vi) directing that upon the completion of the purchase and sale of Unit 11, the net proceeds of the sale, following payment of the real estate commission and any

GST thereon to the listing realtor, shall be paid to the Liquidator/Investigator and its counsel, on a *pro rata basis*, in partial satisfaction of their respective fees and disbursements, as approved pursuant to the January Order.

- (e) An Order, in substantially the form as attached hereto as **Schedule “E”**, granting, among other things, the following relief:
- (i) deeming service of the notice of this application and supporting materials to be good and sufficient and ordering that no other person is required to have been served with notice of this application and abridging time for service of this application to that actually given, if necessary;
  - (ii) approving and accepting the Finster Offer and rejecting all other offers for Unit 15, if any;
  - (iii) directing that the purchase price, including the deposit, be paid to the solicitors for the Liquidator;
  - (iv) directing that notwithstanding the provisions of section 191 of the *Land Titles Act*, R.S.A. 2000, c. L-4, upon receipt of a letter from the Liquidator's solicitors confirming receipt of the purchase price, the Registrar of the Alberta Land Registration District shall cancel the existing certificates of title to the Unit 15 Lands, and shall issue new certificates of title in the name of the individual(s) whose offer to purchase is accepted by the Court;
  - (v) extinguishing any and all interest of SVM in the Unit 15 Lands;
  - (vi) directing that upon the completion of the purchase and sale of Unit 15, the net proceeds of the sale, following payment of the real estate commission and any GST thereon to the listing realtor, shall be paid to the Liquidator/Investigator and its counsel, on a *pro rata basis*, in partial satisfaction of their respective fees and disbursements, as approved pursuant to the January Order.
3. Such further and other relief, advice and directions as counsel may advise and this Honourable Court may deem just and appropriate.

**Grounds for making this Application:**

4. SVM is a not-for-profit company incorporated pursuant to Part 9 of the CA. On June 8, 2017, KPMG was appointed the Liquidator of SVM pursuant to an *ex parte* Order granted by The Honourable Justice G.A. Campbell (the “**Liquidation Order**”).

Approval of Activities & Discharge of Investigator

5. The activities of the Liquidator and the Investigator are set out in Fourth Report at paras 26-44.
6. The Life Lease Conversion has been completed.
7. The problems with the proper operation of the Condo Corp have been rectified and the first Annual General Meeting was held in accordance with the Meeting Order and resolutions were passed, *inter alia*, appointing officers of the condo board, approving the reserve fund study, and increasing the condominium fees.

8. The Liquidator has transitioned the Condo Corp to the new board and its new Property Manager.
9. With a properly constituted Condo Corp and transfer of the reserve fund to the Property Manager, the role of the Investigator is no longer required. Accordingly, the Investigator should be discharged.
10. It is just and appropriate that the Liquidator and the Investigator's actions be approved to the date of the Fourth Report.

#### Conveyance of Unit 52

11. Pursuant to the Order granted by The Honourable Justice C. Dario on February 17, 2019, the Liquidators liquidation plan for the Property was approved (the "**Liquidation Plan**").
12. As part of the Liquidation Plan, the Liquidator was to review the viability of subdividing Unit 52 and thereafter listing same for sale. However, as further set out in the Liquidator's Third Report, dated January 4, 2021, at paras 30-34, the subdivision of Unit 52 turned out not to be a viable option.
13. Unit 52 forms the common property for the Shepherd's Village. As Unit 52 was never conveyed to the Condo Corp by the original developer, it is recommended that Unit 52 now be conveyed to the Condo Corp as common property of the development.

#### Approval of Sale of the Unit 18, 11 and 15

14. In addition to the Life Lease Conversion, the Liquidation Plan included the sale of the Rental Units and Lot A.
15. In October 2020, the Liquidator retained the Realtor to list Lot A and the Rental Units for sale based on previously obtained appraisals of the properties and comparable market prices in the area.
16. Appendix D to the Fourth Report sets out the marketing efforts of the Realtor.
17. Three offers have been received which are at, or just slightly below the revised list prices for the applicable units. Specifically, the Napier Offer for Unit 18, the Anderson Offer for Unit 11, and the Finster Offer for Unit 15, each of which is fair and reasonable in the circumstances given, the location and state of the properties and each should be accepted.

#### Approval of General Vesting Order

18. Following the sale of Units 18, 11 and 15, only four Rental Units will remain for sale along with Lot A. When balancing the list price of each property against the time and cost required to bring an application before this Court for approval of individual sales, any proceeds will quickly be eroded.
19. The Liquidator is tasked with winding up the estate and must balance recoveries with costs and time required to sell individual residential condominium units in a small town in northern Alberta.
20. Accordingly, it is fair, just and reasonable, and appropriate to allow the Liquidator to proceed with the sale of the remaining properties by way of filing of a Liquidator's certificate for any offers the Liquidator deems appropriate and without notice to the service list for each individual sale.
21. The relief sought under the general approval and vesting order will allow the Liquidator to sell the remaining properties in an efficient manner.

Distribution of Proceeds from the sale of the Rental Units and Lot A

22. Pursuant to January Order, the professional fees and disbursement of the Liquidator/Investigator and its counsel were approved to December 31, 2020.
23. To date, the Liquidator/Investigator and its counsel have only been paid a pro-rated portion of the professional fees and disbursements approved in the January Order as the Conversion Pool was not sufficient to pay the full amount of the approved fees and disbursements.
24. Additional professional fees have been incurred and will continue to be incurred until the remainder of the estate is realized.
25. Pursuant to the Liquidation Order, the Liquidator and its counsel have a first charge on the Property (as defined in the Liquidation Order).
26. Such further and other grounds as counsel may advise and this Honourable Court may permit.

**Material or evidence to be relied on:**

27. All pleadings and proceedings filed in the within action.
28. The Fourth Report, filed.
29. The proposed forms of Order attached as Schedules "A" – "E" to this Application.
30. Such further and other material and evidence as counsel may advise and this Honourable Court may permit.

**Applicable rules:**

31. *Alberta Rules of Court*, Alta. Reg. 124/2010.

**Applicable Acts and regulations:**

32. *Companies Act*, RSA. 2000, c C-21, as amended.
33. *Judicature Act*, RSA. 2000, c J-2.
34. *Condominium Property Act*, RSA 2000, c C-22.
35. 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:**

36. None.

**How the Application is proposed to be heard or considered:**

37. Via WEBEX, before the presiding Justice sitting on the Commercial List.

**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 rely on an affidavit or other evidence when the Application is heard or considered, you must reply by giving reasonable notice of the materials to the Applicant.

# DRAFT – SCHEDULE “A” TO APPLICATION

Clerk’s stamp:

COURT FILE NUMBER 1701-07807

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

**IN THE MATTER OF THE *COMPANIES ACT*, R.S.A.  
2000, c C-21.**

**AND**

**IN THE MATTER OF THE *JUDICATURE ACT*, R.S.A.  
2000, c J-2.**

**AND**

**IN THE MATTER OF SHEPHERD’S VILLAGE  
MINISTRIES LTD.**

APPLICANT **KPMG INC., in its capacity as liquidator of  
SHEPHERD’S VILLAGE MINISTRIES LTD.**

DOCUMENT **ORDER – DISCHARGE OF INVESTIGATOR AND  
MISCELLANEOUS RELIEF**

ADDRESS FOR SERVICE AND CONTACT  
INFORMATION OF PARTY FILING THIS  
DOCUMENT Dentons Canada LLP  
Bankers Court  
15th Floor, 850 - 2nd Street S.W.  
Calgary, Alberta T2P 0R8

Attention: David Mann / Afshan Naveed  
Ph. (403) 268-7097 / 7015 Fx. (403) 268-3100  
File No.: 533650-8

DATE ON WHICH ORDER WAS  
PRONOUNCED: August 31, 2021

LOCATION WHERE ORDER WAS  
PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable K.M. Eidsvik

UPON THE APPLICATION of KPMG Inc. in its capacity as the Court-appointed Liquidator (the “**Liquidator**”) of the property, assets and undertakings of Shepherd’s Village Ministries Ltd. (the “**SVM**”) and in it’s capacity as the Court-appointed investigator (the “**Investigator**”) of Condominium Plan No. 0020672 (the “**Condo Corp**”) for an order, among other things, (i) approving and ratifying the activities of the Investigator and the Liquidator; (iii) discharge of the Investigator, with immediate effect; and (iv)



conveyance of Unit 52 to the Condo Corp. (the "**Application**"); AND UPON HAVING read the Application; AND UPON READING the Report of the Liquidator and the Investigator, dated August 20, 2021 (the "**Fourth Report**"); AND UPON READING the Affidavit of Service of \_\_\_\_\_, sworn \_\_\_\_\_; AND UPON HEARING counsel for the Liquidator, and other interested parties present;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

**SERVICE**

1. Service of notice of this Application and supporting materials is hereby declared to be good and sufficient, 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.

**DEFINED TERMS**

2. All capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Forth Report.

**APPROVALS**

3. The Liquidator's activities, as set out in the Fourth Report, are hereby ratified and approved.
4. The Investigator's activities, as set out in the Fourth Report, are hereby ratified and approved.

**DISCHARGE OF INVESTIGATOR**

5. On the evidence before the Court, the Investigator has satisfied its obligations under and pursuant to the terms of the Orders granted in the within proceedings up to and including the date hereof, and the Investigator 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 in fraud, gross negligence or willful misconduct on the part of the Investigator, or with leave of the Court. Subject to the foregoing any claims against the Investigator in connection with the performance of its duties are hereby stayed, extinguished and forever barred.
6. No action or other proceedings shall be commenced against the Investigator in any way arising from or related to its capacity or conduct as Investigator, except with prior leave of this Court on Notice to the Investigator, and upon such terms as this Court may direct.
7. As outlined in the Fourth Report, the Investigator has shall be discharged as Investigator of the Condo Corp, with immediate effect, provided however, that notwithstanding its discharge herein (a) the Investigator shall remain Investigator for the performance of such incidental duties as may be required to complete the duties under the Order appointing the Investigator, and (b) the Investigator 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 Investigator in its capacity as Investigator.

## CONVEYANCE OF UNIT 52

8. The Liquidator is hereby authorized and directed to execute all deeds, documents, and agreements, and to do all things reasonably necessary to convey the following property, legally described as:

CONDOMINIUM PLAN 0925762

UNIT 52

AND 6412 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY  
EXCEPTING THEREOUT ALL MINES AND MINERALS

("Unit 52")

to the Condo Corp.

9. Upon written confirmation from the Liquidator's counsel providing a filed copy of this Order, the Registrar of Land Titles shall cancel the existing certificate of title to the Lands and shall issue a new certificate of title in the name of:

THE OWNERS: CONDOMINIUM PLAN NO. 0020672

free and clear of all estate, right, title, interest, royalty, rental, and equity of redemption of SVM and all persons who claim by, through or under SVM in respect of Unit 52 and subject to the reservations, provisos, exceptions, and conditions expressed in the original grants thereof from the Crown and the following registrations currently registered against the Lands, as applicable:

- (A) 002 059 148 – Utility Right of Way;
- (B) 002 259 905 – Agreement Re: Easement, Encroachment and Party;
- (C) 002 259 906 – Agreement Re: Easement and Encroachment Agreement;
- (E) 002 259 909 – Restrictive Covenant;
- (F) 012 125 073 - Utility Right of Way;
- (G) 062 042 313 – Utility Right of Way; and
- (H) 092 170 242 – Utility Right of Way

(collectively the "**Permitted Encumbrances**").

10. Without limiting the generality of paragraph 6, the Liquidator is hereby authorized and empowered, in respect of Unit 52, to execute and deliver:
- (a) such additional, related and ancillary documents and assurances governing or giving effect to the conveyance of Unit 52 to the Condo Corp; and
  - (b) any and all instruments and documents in respect of the Unit 52 as may be required by the Registrar of Land Titles of Alberta, and the Registrar is hereby directed, notwithstanding Section 191(1) of the *Land titles Act*, to effect registration of any such

instrument or document so executed by the Liquidator or its solicitors to effect the transfer of Unit 52 subject to the Permitted Encumbrances.

#### GENERAL

11. Service of this Order shall be deemed good and sufficient by:

(a) Serving same on:

- (i) the persons listed on the service list created in these proceedings or otherwise served with notice of these proceedings;
- (ii) any other person served with notice of the application for this Order;
- (iii) any other parties attending or represented at the application for this Order;  
and

(b) posting a copy of this Order on the Liquidator's website at [www.kpmg.ca/shepherdsvillage](http://www.kpmg.ca/shepherdsvillage);

and service on any other person is hereby dispensed with.

12. 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.

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Justice of the Court of Queen's Bench of Alberta

## DRAFT – SCHEDULE “B” TO APPLICATION

Clerk's stamp:

COURT FILE NUMBER	1701-07807
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
	<b>IN THE MATTER OF THE <i>COMPANIES ACT</i>, R.S.A. 2000, c C-21.</b>
	<b>AND</b>
	<b>IN THE MATTER OF THE <i>JUDICATURE ACT</i>, R.S.A. 2000, c J-2.</b>
	<b>AND</b>
	<b>IN THE MATTER OF SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
APPLICANT	<b>KPMG INC., in its capacity as liquidator of SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
DOCUMENT	<b><u>ORDER – GENERAL VESTING ORDER</u></b>
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Dentons Canada LLP Bankers Court 15th Floor, 850 - 2nd Street S.W. Calgary, Alberta T2P 0R8  Attention: David Mann / Afshan Naveed Ph. (403) 268-7097 / 7015 Fx. (403) 268-3100 File No.: 533650-8
DATE ON WHICH ORDER WAS PRONOUNCED:	August 31, 2021
LOCATION WHERE ORDER WAS PRONOUNCED:	Calgary, Alberta
NAME OF JUSTICE WHO MADE THIS ORDER:	The Honourable K.M. Eidsvik

UPON THE APPLICATION of KPMG Inc. in its capacity as the Court-appointed Liquidator (the “**Liquidator**”) of the property, assets and undertakings of Shepherd's Village Ministries Ltd. (the “**SVM**”) and in it's capacity as the Court-appointed investigator (the “**Investigator**”) of Condominium Plan No. 0020672 (the “**Condo Corp**”); AND UPON having read the Fourth Report of the Liquidator and the Investigator, dated August 20, 2021 (the “**Fourth Report**”); AND UPON HAVING READ THE Liquidation Order dated, June 8, 2017, and the Affidavit of Service; AND UPON HEARING the submissions of counsel for the Liquidator and other interested parties present;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

1. Service of notice of this Application and supporting materials is hereby declared to be good and sufficient, 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.
2. Capitalized terms not otherwise defined in this Order shall have the meaning ascribed to them in the Fourth Report, and the following terms shall have the following meaning:
  - (a) **"Liquidator's Certificate"** means a certificate issued by the Liquidator in substantially the form attached to this Order as Schedule "A";
  - (b) **"Net Proceeds"** means the proceeds from the sale of the Property (defined herein), less all ordinary reasonable costs of closing the sale of the Property including without limitation; all goods and services and other applicable sales taxes, property taxes, real estate commissions and applicable condominium fees, if any;
  - (c) **"Purchase and Sale Agreement"** means the agreement in writing respecting the sale of a Property between the Liquidator and a Purchaser, and any schedules thereto;
  - (d) **"Purchaser"** means an individual or individuals, trust, or corporation that submits an offer to purchase a Property to the Liquidator pursuant to a Purchase and Sale Agreement.
3. The individual sale of the remaining Rental Units and Lot A (collectively the **"Units"**), be and is hereby authorized in accordance with the provisions of this Order.
4. The Liquidator is hereby authorized and directed to sell the Units for any price the Liquidator deems appropriate.
5. The sale of a Unit described in the Liquidator's Certificate (the **"Property"**) be and is hereby approved and the Liquidator is hereby authorized and directed to execute all deeds, documents, and agreements, and to do all things reasonably necessary to complete the sale of the Property including entering into any necessary conveyancing arrangements with counsel for a Purchaser.
6. Upon the Liquidator delivering a Liquidator's Certificate in respect of a Property, together with a letter from the solicitors for the Liquidator confirming that, it has received or is satisfied that it will receive payment from the Purchasers of the adjusted purchase price, then the sale of the Property shall continue in accordance with the terms and conditions of the Purchase and Sale Agreement in respect of that Property and, subject only to the Permitted Encumbrances set forth in the Liquidator's Certificate:
  - (a) the Property shall be vested in the name of the Purchaser free of all estate, right, title, interest, royalty, rental, and equity of redemption of SVM and all persons who claim by, through or under SVM in respect of the Property;
  - (b) SVM and all persons who claim by, through or under SVM shall stand absolutely barred and foreclosed from all estate, right, title, interest, royalty, rental, and equity of redemption of the Property and, to the extent that any such person remains in possession or control of any of the Property, they shall forthwith deliver possession of same to the Purchaser or its nominee;

- (c) the Purchaser shall be entitled to vacant possession, or subject to any assumed rental arrangement, of the Property on a closing date agreed between counsel for the Purchaser and counsel for the Liquidator;
  - (d) the Registrar of the Land Titles Office of Alberta shall discharge all encumbrances (except Permitted Encumbrances) listed in the Liquidator's Certificate in respect of that Property and;
  - (e) the Registrar of Land Titles shall comply with this order forthwith notwithstanding Section 191(1) of the *Land Titles Act*.
7. Following the sale of a Property, the Net Proceeds a sale shall be held in trust by counsel for the Liquidator and thereafter paid to the Liquidator/Investigator and it's counsel, on a *pro rata basis*, in partial satisfaction of their respective fees and disbursements, as approved pursuant to the Order granted by The Honourable Justice R.A. Neufeld on January 14, 2021 (the "**January Order**"). Provided that following satisfaction in full of the January Order, any excess Net Proceeds shall be held by the Liquidator until further order of this Court.
8. Service of this Order shall be deemed good and sufficient by:
- (a) Serving same on:
    - (i) the persons listed on the service list created in these proceedings or otherwise served with notice of these proceedings;
    - (ii) any other person served with notice of the application for this Order;
    - (iii) any other parties attending or represented at the application for this Order; and
  - (b) posting a copy of this Order on the Liquidator's website at [www.kpmg.ca/shepherdsvillage](http://www.kpmg.ca/shepherdsvillage);
- and service on any other person is hereby dispensed with.

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Justice of the Court of Queen's Bench of Alberta

**Schedule "A" – Liquidator's Certificate**

Clerk's stamp:

COURT FILE NUMBER	1701-07807
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
	<b>IN THE MATTER OF THE <i>COMPANIES ACT</i>, R.S.A. 2000, c C-21.</b>
	<b>AND</b>
	<b>IN THE MATTER OF THE <i>JUDICATURE ACT</i>, R.S.A. 2000, c J-2.</b>
	<b>AND</b>
	<b>IN THE MATTER OF SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
APPLICANT	<b>KPMG INC., in its capacity as liquidator of SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
DOCUMENT	<b><u>LIQUIDATOR'S CERTIFICATE</u></b>
	<b><u>(Approval and Vesting – Unit Sales)</u></b>
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Dentons Canada LLP Bankers Court 15th Floor, 850 - 2nd Street S.W. Calgary, Alberta T2P 0R8  Attention: David Mann / Afshan Naveed Ph. (403) 268-7097 / 7015 Fx. (403) 268-3100 File No.: 533650-8

**LIQUIDATORS' CERTIFICATE**

WHEREAS the Order of Madam Justice K.M. Eidsvik, made in these proceedings on August 31, 2021 (the "**Order**"), authorizes KPMG Inc., the Liquidator in these proceedings, to issue a Liquidator's Certificate in respect of the sale of a Unit;

NOW THEREFORE by filing this Liquidator's Certificate within these proceedings the Liquidator hereby certifies that:

1. All capitalized terms used in this Liquidator's Certificate shall have the meaning ascribed to them in the Order unless otherwise defined herein.
2. I am an authorized officer of KPMG Inc., the Liquidator in these proceedings.
3. I have reviewed the circumstances surrounding the sale of the Unit described as follows:

**[insert description of the Property]**

(the "**Property**")

and hereby approve of its conveyance to:

**[insert description of the Purchasers]**

(the "**Purchasers**"),

subject only to the following encumbrances remaining on title to the Property:

**[insert Permitted Encumbrances]**

(the "**Permitted Encumbrances**").

4. I make this certificate pursuant to the provisions of the Order, knowing it to be true after having made due inquiry, and not in my personal capacity.

**KPMG INC.**, in its capacity as court appointed  
Liquidator of Shepherd's Village Ministries Ltd.,  
an not in its personal or corporate capacity

---

Per: Neil Honess



## DRAFT – SCHEDULE “C” TO APPLICATION

Clerk's stamp:

COURT FILE NUMBER	1701-07807
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
	<b>IN THE MATTER OF THE <i>COMPANIES ACT</i>, R.S.A. 2000, c C-21.</b>
	<b>AND</b>
	<b>IN THE MATTER OF THE <i>JUDICATURE ACT</i>, R.S.A. 2000, c J-2.</b>
	<b>AND</b>
	<b>IN THE MATTER OF SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
APPLICANT	<b>KPMG INC., in its capacity as liquidator of SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
DOCUMENT	<b><u>ORDER – CONFIRMING SALE AND VESTING TITLE OF UNIT 18</u></b>
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Dentons Canada LLP Bankers Court 15th Floor, 850 - 2nd Street S.W. Calgary, Alberta T2P 0R8  Attention: David Mann / Afshan Naveed Ph. (403) 268-7097 / 7015 Fx. (403) 268-3100 File No.: 533650-8
DATE ON WHICH ORDER WAS PRONOUNCED:	August 31, 2021
LOCATION WHERE ORDER WAS PRONOUNCED:	Calgary, Alberta
NAME OF JUSTICE WHO MADE THIS ORDER:	The Honourable K.M. Eidsvik

UPON THE APPLICATION of KPMG Inc. in its capacity as the Court-appointed Liquidator (the “**Liquidator**”) of the property, assets and undertakings of Shepherd's Village Ministries Ltd. (the “**SVM**”) and in its capacity as the Court-appointed investigator (the “**Investigator**”) of Condominium Plan No. 0020672 (the “**Condo Corp**”) for an order approving the sale of the lands contemplated by a residential resale condominium property purchase contract between the Liquidator and Daniel and Bernadette Napier (the “**Purchasers**”), dated July 9, 2021 with schedule “A” thereto dated August 17, 2021 (collectively the “**Sale Agreement**”) as appended to the Report of the Liquidator and the Investigator, dated August 20, 2021 (the “**Fourth Report**”), and vesting in the Purchasers the Liquidator's

right title and interest in and to the lands and assets described in the Sale Agreement; AND UPON HAVING READ THE Liquidation Order dated, June 8, 2017, the Fourth Report, and the Affidavit of Service; AND UPON HEARING the submissions of counsel for the Liquidator and other interested parties present;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

1. Service of notice of this Application and supporting materials is hereby declared to be good and sufficient, 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.
2. In this order the lands are the following:  
  
CONDOMINIUM PLAN 0221044  
UNIT 18  
AND 61 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY  
EXCEPTING THEREOUT ALL MINES AND MINERALS  
(the "**Lands**")
3. The Sale Agreement submitted by the Purchasers in the amount of \$117,600.00 for the purchase of the Lands, is hereby approved and accepted and any deposit of the Purchasers held by the listing real estate agent, less commission payable, shall be forwarded to the Liquidator's counsel. All other offers, with respect to the Lands are hereby rejected and all deposits received from any other offerors shall be returned to them immediately.
4. The Liquidator is hereby authorized and directed to execute all deeds, documents, and agreements, and to do all things reasonably necessary to complete the Sale Agreement.
5. The Purchasers shall agree a closing date with Liquidator's counsel, which date shall not be greater than 30 days from the date of this Order (the "**Closing Date**"), and either pay to the Liquidator's counsel the adjusted purchase price, or enter into reasonable conveyancing arrangements with the Liquidator's counsel to assure payment of the adjusted purchase price, and upon doing so the Purchasers are entitled to obtain vacant possession of the Lands pursuant to paragraph 6 of this order.
6. Upon written confirmation from the Liquidator's counsel that it has received or is satisfied that it will receive payment from the Purchasers, the Registrar of Land Titles shall cancel the existing certificate of title to the Lands and shall issue a new certificate of title in the name of:

Daniel Napier and Bernadette Napier

(or such other transferee as directed by the Liquidator's counsel in correspondence sent to the Registrar of Land Titles at the time this order is submitted for registration) free and clear of all estate, right, title, interest, royalty, rental, and equity of redemption of SVM and all persons who claim by, through or under SVM in respect of the Lands and subject to the reservations, provisos, exceptions, and conditions expressed in the original grants thereof from the Crown and the following registrations currently registered against the Lands, as applicable:

- (A) 002 059 148 – Utility Right of Way;

- (B) 002 259 905 – Agreement Re: Easement, Encroachment and Party;
  - (C) 002 259 906 – Agreement Re: Easement and Encroachment Agreement; and
  - (D) 002 259 909 – Restrictive Covenant.
7. The Registrar of Land Titles shall comply with this order forthwith notwithstanding Section 191(1) of the *Land Titles Act*.
8. Following the Closing Date and the funds comprising the purchase price being fully releasable, the net sale proceeds after the payment of any applicable closing costs, including without limitation, all goods and services and other applicable sales taxes, property taxes, real estate commissions and applicable condominium fees, if any, (the “**Proceeds**”) shall be paid to the Liquidator/Investigator and it’s counsel, on a *pro rata basis*, in partial satisfaction of their respective fees and disbursements, as approved pursuant to the Order granted by The Honourable Justice R.A. Neufeld on January 14, 2021 (the “**January Order**”). Provided that following satisfaction in full of the January Order, any excess Proceeds shall be held by the Liquidator until further order of this Court.
9. Service of this Order shall be deemed good and sufficient by:
- (a) Serving same on:
    - (i) the persons listed on the service list created in these proceedings or otherwise served with notice of these proceedings;
    - (ii) any other person served with notice of the application for this Order;
    - (iii) any other parties attending or represented at the application for this Order; and
  - (b) posting a copy of this Order on the Liquidator’s website at [www.kpmg.ca/shepherds-village](http://www.kpmg.ca/shepherds-village);
- and service on any other person is hereby dispensed with.
10. 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.

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Justice of the Court of Queen’s Bench of Alberta

## Draft – Schedule “D” to Application

Clerk's stamp:

COURT FILE NUMBER	1701-07807
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
	<b>IN THE MATTER OF THE <i>COMPANIES ACT</i>, R.S.A. 2000, c C-21.</b>
	<b>AND</b>
	<b>IN THE MATTER OF THE <i>JUDICATURE ACT</i>, R.S.A. 2000, c J-2.</b>
	<b>AND</b>
	<b>IN THE MATTER OF SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
APPLICANT	<b>KPMG INC., in its capacity as liquidator of SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
DOCUMENT	<b><u>ORDER – CONFIRMING SALE AND VESTING TITLE OF UNIT 11</u></b>
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Dentons Canada LLP Bankers Court 15th Floor, 850 - 2nd Street S.W. Calgary, Alberta T2P 0R8  Attention: David Mann / Afshan Naveed Ph. (403) 268-7097 / 7015 Fx. (403) 268-3100 File No.: 533650-8
DATE ON WHICH ORDER WAS PRONOUNCED:	August 31, 2021
LOCATION WHERE ORDER WAS PRONOUNCED:	Calgary, Alberta
NAME OF JUSTICE WHO MADE THIS ORDER:	The Honourable K.M. Eidsvik

UPON THE APPLICATION of KPMG Inc. in its capacity as the Court-appointed Liquidator (the “**Liquidator**”) of the property, assets and undertakings of Shepherd's Village Ministries Ltd. (the “**SVM**”) and in its capacity as the Court-appointed investigator (the “**Investigator**”) of Condominium Plan No. 0020672 (the “**Condo Corp**”) for an order approving the sale of the lands contemplated by a residential resale condominium property purchase contract between the Liquidator and Dwight and Lorna Anderson (the “**Purchasers**”), undated with schedule “A” thereto dated August 17, 2021 (collectively the “**Sale Agreement**”) as appended to the Report of the Liquidator and the Investigator, dated August 20, 2021 (the “**Fourth Report**”), and vesting in the Purchasers the Liquidator's

right title and interest in and to the lands and assets described in the Sale Agreement; AND UPON HAVING READ THE Liquidation Order dated, June 8, 2017, the Fourth Report, and the Affidavit of Service; AND UPON HEARING the submissions of counsel for the Liquidator and other interested parties present;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

1. Service of notice of this Application and supporting materials is hereby declared to be good and sufficient, 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.
2. In this order the lands are the following:  
  
CONDOMINIUM PLAN 0020672  
UNIT 11  
AND 29 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY  
EXCEPTING THEREOUT ALL MINES AND MINERALS  
(the "**Lands**")
3. The Sale Agreement submitted by the Purchasers in the amount of \$72,500.00 for the purchase of the Lands, is hereby approved and accepted and any deposit of the Purchasers held by the listing real estate agent, less commission payable, shall be forwarded to the Liquidator's counsel. All other offers, with respect to the Lands are hereby rejected and all deposits received from any other offerors shall be returned to them immediately.
4. The Liquidator is hereby authorized and directed to execute all deeds, documents, and agreements, and to do all things reasonably necessary to complete the Sale Agreement.
5. The Purchasers shall agree a closing date with Liquidator's counsel, which date shall not be greater than 30 days from the date of this Order (the "**Closing Date**"), and either pay to the Liquidator's counsel the adjusted purchase price, or enter into reasonable conveyancing arrangements with the Liquidator's counsel to assure payment of the adjusted purchase price, and upon doing so the Purchasers are entitled to obtain vacant possession of the Lands pursuant to paragraph 6 of this order.
6. Upon written confirmation from the Liquidator's counsel, that it has received or is satisfied that it will receive payment from the Purchasers, the Registrar of Land Titles shall cancel the existing certificate of title to the Lands and shall issue a new certificate of title in the name of:

Dwight Anderson and Lorna Anderson

(or such other transferee as directed by the Liquidator's counsel in correspondence sent to the Registrar of Land Titles at the time this order is submitted for registration) free and clear of all estate, right, title, interest, royalty, rental, and equity of redemption of SVM and all persons who claim by, through or under SVM in respect of the Lands and subject to the reservations, provisos, exceptions, and conditions expressed in the original grants thereof from the Crown and the following registrations currently registered against the Lands, as applicable:

- (A) 002 259 905 – Agreement Re: Easement, Encroachment and Party;

- (B) 002 259 906 – Agreement Re: Easement and Encroachment Agreement;
  - (C) 002 259 907 – Easement; and
  - (D) 002 259 909 – Restrictive Covenant.
7. The Registrar of Land Titles shall comply with this order forthwith notwithstanding Section 191(1) of the *Land Titles Act*.
8. Following the Closing Date and the funds comprising the purchase price being fully releasable, the net sale proceeds after the payment of any applicable closing costs, including without limitation, all goods and services and other applicable sales taxes, property taxes, real estate commissions and applicable condominium fees, if any, (the “**Proceeds**”) shall be paid to the Liquidator/Investigator and it’s counsel, on a *pro rata basis*, in partial satisfaction of their respective fees and disbursements, as approved pursuant to the Order granted by The Honourable Justice R.A. Neufeld on January 14, 2021 (the “**January Order**”). Provided that following satisfaction in full of the January Order, any excess Proceeds shall be held by the Liquidator until further order of this Court.
9. Service of this Order shall be deemed good and sufficient by:
- (a) Serving same on:
    - (i) the persons listed on the service list created in these proceedings or otherwise served with notice of these proceedings;
    - (ii) any other person served with notice of the application for this Order;
    - (iii) any other parties attending or represented at the application for this Order; and
  - (b) posting a copy of this Order on the Liquidator’s website at [www.kpmg.ca/shepherds-village](http://www.kpmg.ca/shepherds-village);
- and service on any other person is hereby dispensed with.
10. 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.

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Justice of the Court of Queen’s Bench of Alberta

## Draft – Schedule “E” to Application

Clerk's stamp:

COURT FILE NUMBER	1701-07807
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
	<b>IN THE MATTER OF THE <i>COMPANIES ACT</i>, R.S.A. 2000, c C-21.</b>
	<b>AND</b>
	<b>IN THE MATTER OF THE <i>JUDICATURE ACT</i>, R.S.A. 2000, c J-2.</b>
	<b>AND</b>
	<b>IN THE MATTER OF SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
APPLICANT	<b>KPMG INC., in its capacity as liquidator of SHEPHERD'S VILLAGE MINISTRIES LTD.</b>
DOCUMENT	<b><u>ORDER – CONFIRMING SALE AND VESTING TITLE OF UNIT 15</u></b>
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Dentons Canada LLP Bankers Court 15th Floor, 850 - 2nd Street S.W. Calgary, Alberta T2P 0R8  Attention: David Mann / Afshan Naveed Ph. (403) 268-7097 / 7015 Fx. (403) 268-3100 File No.: 533650-8
DATE ON WHICH ORDER WAS PRONOUNCED:	August 31, 2021
LOCATION WHERE ORDER WAS PRONOUNCED:	Calgary, Alberta
NAME OF JUSTICE WHO MADE THIS ORDER:	The Honourable K.M. Eidsvik

UPON THE APPLICATION of KPMG Inc. in its capacity as the Court-appointed Liquidator (the “**Liquidator**”) of the property, assets and undertakings of Shepherd’s Village Ministries Ltd. (the “**SVM**”) and in its capacity as the Court-appointed investigator (the “**Investigator**”) of Condominium Plan No. 0020672 (the “**Condo Corp**”) for an order approving the sale of the lands contemplated by a residential resale condominium property purchase contract between the Liquidator and Joy Finster (the “**Purchaser**”), dated August 10, 2021 with schedule “A” thereto dated August 17, 2021 (collectively the “**Sale Agreement**”) as appended to the Report of the Liquidator and the Investigator, dated August 20, 2021 (the “**Fourth Report**”), and vesting in the Purchasers the Liquidator’s right title

and interest in and to the lands and assets described in the Sale Agreement; AND UPON HAVING READ THE Liquidation Order dated, June 8, 2017, the Fourth Report, and the Affidavit of Service; AND UPON HEARING the submissions of counsel for the Liquidator and other interested parties present;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

1. Service of notice of this Application and supporting materials is hereby declared to be good and sufficient, 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.
2. In this order the lands are the following:  
  
CONDOMINIUM PLAN 0020672  
UNIT 15  
AND 24 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY  
EXCEPTING THEREOUT ALL MINES AND MINERALS  
(the "**Lands**")
3. The Sale Agreement submitted by the Purchasers in the amount of \$65,000.00 for the purchase of the Lands, is hereby approved and accepted and any deposit of the Purchaser held by the listing real estate agent, less commission payable, shall be forwarded to the Liquidator's counsel. All other offers, with respect to the Lands are hereby rejected and all deposits received from any other offerors shall be returned to them immediately.
4. The Liquidator is hereby authorized and directed to execute all deeds, documents, and agreements, and to do all things reasonably necessary to complete the Sale Agreement.
5. The Purchaser shall agree a closing date with Liquidator's counsel, which date shall not be greater than 30 days from the date of this Order (the "**Closing Date**"), and either pay to the Liquidator's counsel the adjusted purchase price, or enter into reasonable conveyancing arrangements with the Liquidator's counsel to assure payment of the adjusted purchase price, and upon doing so the Purchaser is entitled to obtain vacant possession of the Lands pursuant to paragraph 6 of this order.
6. Upon written confirmation from the Liquidator's lawyer that it has received or is satisfied that it will receive payment from the Purchasers, the Registrar of Land Titles shall cancel the existing certificate of title to the Lands and shall issue a new certificate of title in the name of:

Joy Finster

(or such other transferee as directed by the Liquidator's counsel in correspondence sent to the Registrar of Land Titles at the time this order is submitted for registration) free and clear of all estate, right, title, interest, royalty, rental, and equity of redemption of SVM and all persons who claim by, through or under SVM in respect of the Lands and subject to the reservations, provisos, exceptions, and conditions expressed in the original grants thereof from the Crown and the following registrations currently registered against the Lands, as applicable:

- (A) 002 259 905 – Agreement Re: Easement, Encroachment and Party;
- (B) 002 259 907 – Easement; and



(C) 002 259 909 – Restrictive Covenant.

7. The Registrar of Land Titles shall comply with this order forthwith notwithstanding Section 191(1) of the *Land Titles Act*.
8. Following the Closing Date and the funds comprising the purchase price being fully releasable, the net sale proceeds after the payment of any applicable closing costs, including without limitation, all goods and services and other applicable sales taxes, property taxes, real estate commissions and applicable condominium fees, if any, (the “**Proceeds**”) shall be paid to the Liquidator/Investigator and it's counsel, on a *pro rata basis*, in partial satisfaction of their respective fees and disbursements, as approved pursuant to the Order granted by The Honourable Justice R.A. Neufeld on January 14, 2021 (the “**January Order**”). Provided that following satisfaction in full of the January Order, any excess Proceeds shall be held by the Liquidator until further order of this Court.
9. Service of this Order shall be deemed good and sufficient by:
  - (a) Serving same on:
    - (i) the persons listed on the service list created in these proceedings or otherwise served with notice of these proceedings;
    - (ii) any other person served with notice of the application for this Order;
    - (iii) any other parties attending or represented at the application for this Order; and
  - (b) posting a copy of this Order on the Liquidator's website at [www.kpmg.ca/shepherdsvillage](http://www.kpmg.ca/shepherdsvillage);and service on any other person is hereby dispensed with.
10. 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.

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Justice of the Court of Queen's Bench of Alberta