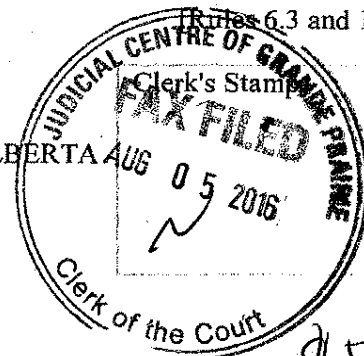


Form 27

Rules 6.3 and 10.52(1)]

COURT FILE NUMBER 1504-00570  
 COURT COURT OF QUEEN'S BENCH OF ALBERTA  
 JUDICIAL CENTRE GRANDE PRAIRIE  
 PLAINTIFF HARLAN VENTURES LTD.  
 DEFENDANT THE RURAL LINK INC.  
 DOCUMENT **APPLICATION  
 -DISCHARGE OF RECEIVER**



Handwritten initials 'ASD' next to the stamp.

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT Burnet, Duckworth & Palmer LLP  
 2400, 525 - 8 Avenue SW  
 Calgary, Alberta T2P 1G1

Lawyer: Carole J. Hunter  
 Phone Number: (403) 260-0368  
 Fax Number: (403) 260-0332  
 Email Address: chunter@bdplaw.com  
 File No. 63936-5

**NOTICE TO RESPONDENT(S)**

This application is made against you. You are Respondents.

You have the right to state your side of this matter before the Master/Judge.

To do so, you must be in Court when the application is heard as shown below:

Date: August 29, 2015  
 Time: 11:30 a.m.  
 Where: Court House, 10260 - 99 Street, Grande Prairie, Alberta T8V 2H4  
 Before Whom: The Presiding Justice in Chambers

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. The Applicant seeks an Order substantially in the form attached hereto as Schedule "A" as follows:
  - (a) declaring that service of this Application is good and sufficient and service of the Order on any party other than those set forth in the service list is hereby dispensed with;

- (b) discharging Hardie & Kelly Inc. as receiver and manager (the "Receiver") of the property, assets and undertaking of The Rural Link Inc. (the "Debtor");
- (c) approving the fees and disbursements of the Receiver and its legal counsel in respect of the administration of the receivership;
- (d) approving the activities of the Receiver as set out in the Receiver's reports to the Court;
- (e) approving the Receiver's final statement of receipts and disbursements as set out in the Second Report of the Receiver dated August 2, 2015 (the "Second Report"); and
- (f) such further and other relief as Counsel may advise and this Honourable Court may permit.

**Grounds for making this application:**

1. On September 16, 2015, the Court of Queen's Bench of Alberta (the "Court") issued an order appointing Hardie & Kelly Inc. as Receiver of the property, assets and undertakings of the the Debtor (the "Receivership Order").
2. Since the date of the Receivership Order, the Receiver has proceeded in good faith, with due diligence, in accordance with the powers and duties set out in the Receivership Order and subsequent orders granted by this Honourable Court and as outlined in detail in the reports filed from time to time by the Receiver.
3. The administration of the receivership is complete. The Receiver requires the approval of professional and legal fees and disbursements and the final statement of receipts and disbursements to complete the administration of the receivership.

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

1. The Second Report of the Receiver dated August 2, 2016;
2. All pleadings, orders and proceedings filed in the within action, including all prior reports filed by or on behalf of the Receiver; and
3. Such further and other materials as Counsel may advise and this Honourable Court permits.

**Applicable rules:**

1. *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B-3, as amended

**Applicable Acts and regulations:**

1. *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B-3, as amended

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

1. The Applicant proposes that this application be heard in the Chambers of the Presiding Justice

**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 material to the applicant.

Schedule "A"

Form 27  
[Rules 6.3 and 10.52(1)]

COURT FILE NUMBER 1504-00570  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE GRANDE PRAIRIE  
PLAINTIFF HARLAN VENTURES LTD.  
DEFENDANT THE RURAL LINK INC.  
DOCUMENT **Order (Approval of Receiver's Fees and Disbursements, Approval of Receiver's Activities and Discharge of Receiver)**

Clerk's Stamp

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT Burnet, Duckworth & Palmer LLP  
2400, 525 – 8 Avenue SW  
Calgary, Alberta T2P 1G1

Lawyer: Carole J. Hunter  
Phone Number: (403) 260-0368  
Fax Number: (403) 260-0332  
Email Address: chunter@bdplaw.com  
File No. 63936-5

**DATE ON WHICH ORDER WAS PRONOUNCED:** August 29, 2015

**NAME OF JUDGE WHO MADE THIS ORDER:** The Honourable Justice \_\_\_\_\_

UPON THE APPLICATION of Hardie & Kelly Inc., in its capacity as the Court-appointed receiver (the "Receiver") of the undertaking, property and assets of The Rural Link Inc. (the "Debtor") for an Order for the approval of the Receiver's final fees and disbursements, approval of the Receiver's activities and discharge of the Receiver; AND UPON having read the Receiver's Second Report dated August 2, 2016 (the "Second Report"); AND UPON hearing counsel for the Receiver and such other counsel in attendance at the application,

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, 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.

2. The Receiver's accounts for fees and disbursements, as set out in the Second Report are hereby approved without the necessity of a formal passing of its accounts.
3. The accounts of the Receiver's legal counsel, Burnet, Duckworth & Palmer LLP for its fees and disbursements as set out in the Second Report are hereby approved without the necessity of a formal assessment of their respective accounts.
4. The Receiver's activities as set out in the Second Report and in all of its other reports filed herein, and the Statement of Receipts and Disbursements as attached as Appendix "C" to the Second Report, are hereby ratified and approved.
5. On the evidence before the Court, the Receiver has satisfied its obligations under and pursuant to the term 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 claims against the Receiver 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 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.
7. The Receiver shall be discharged as Receiver of the Debtor, 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.
8. 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.

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

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Justice of the Court of Queen's Bench of  
Alberta

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