

From: Travis K. Kusch
Direct: (306) 933-1373
Email: t.kusch@rslaw.com
File #: 62135.1

ROBERTSON
STROMBERG

June 11, 2020

The W Law Group
Attn: Mike J. Russel and Kevin N. Hoy
Via email: mrussel@wlawgroup.com
khoy@wlawgroup.com

Pillar Capital Corp.
Attn: Keaton O'Brien and Steve Dizep
Via email: kobrien@pillarcapitalcorp.com
sdizep@pillarcapitalcorp.com

-AND-

MLT Aikins LLP
Attn: Jeffrey M. Lee Q.C. and Paul Olfert
Via email: jmlee@mltaikins.com
polfert@mltaikins.com

Hardie & Kelly Inc.
Attn: Kevin Meyler
Via email: kmeyler@insolvency.net

-AND-

McDougall Gauley LLP
Attn: Michael W. Milani Q.C.
Via email: mmilani@mcdougallgauley.com

City of Saskatoon
Attn: Alan Rankine
Via email: Alan.Rankine@Saskatoon.ca

Dear Sirs:

**RE: Pillar Capital Corp. v Harmon International Industries Inc.
Q.B. No. 1401 of 2019**

Please find enclosed for service upon you a copy of the following:

1. Notion of Motion for Leave to Appeal and Draft Notice of Appeal; and
2. Draft Order for Leave to Appeal.

In accordance with Rule 31 of the *Bankruptcy and Insolvency Rules*, a copy is being concurrently filed with the Court of Queen's Bench.

Furthermore, please note that while our office has assisted Harmon International Industries Inc. with filing the appeal materials, our office is withdrawing as counsel for Harmon International Industries Inc., both in respect of the Appeal and the Queen's Bench Action. As such, please find enclosed for service upon you a copy of the Notice of Withdrawal of Lawyer of Record.

I trust this is satisfactory.

Sincerely,

Robertson Stromberg LLP
Barristers and Solicitors

Per: 
Travis K. Kusch

TKK:

Encl.

IN THE COURT OF APPEAL FOR SASKATCHEWAN
ON APPEAL FROM THE COURT OF QUEEN'S BENCH
JUDICIAL CENTRE OF SASKATOON

Q.B. No. 1401 of 2019

BETWEEN:

HARMON INTERNATIONAL INDUSTRIES INC.

APPELLANT
(Respondent)

AND:

PILLAR CAPITAL CORP.

RESPONDENT
(Applicant)

NOTICE OF MOTION TO OBTAIN LEAVE TO APPEAL

TAKE NOTICE:

1. THAT the Prospective Appellant intends to apply to the presiding judge in Chambers at the Court House, 2425 Victoria Avenue, Regina, Saskatchewan on Wednesday, the 8th day of July, 2020 at 10:00 a.m. by video conference for the following relief:
 - (a) An Order pursuant to Rule 49 of *The Court of Appeal Rules* and Rule 31 of the *Bankruptcy and Insolvency General Rules*, Can Reg 368, CRC 1978, c 368, granting the Prospective Appellant leave to appeal the Property Claims Process Order and Sales Process Order granted by the Honourable Mr. Justice Elson on June 5, 2020; and
 - (b) An Order pursuant to Rule 52 of *The Court of Appeal Rules* that costs of this application be costs in the cause.
2. THAT the following material will be filed in support of this application:
 - (a) This Notice of Motion with proof of service;

- (b) The Sale Process Order granted by the Honourable Mr. Justice Elson on June 5, 2020;
- (c) The Property Claims Process Order granted by the Honourable Mr. Justice Elson on June 5, 2020;
- (d) A Draft Notice of Appeal;
- (e) A Draft Order granting leave to appeal; and
- (f) The pleadings and proceedings had and taken herein.

DATED at Saskatoon, Saskatchewan this 11th day of June, 2020.

ROBERTSON STROMBERG LLP

Per: 
Solicitors for the Prospective Appellant

TO: Hardie & Kelly Inc.
c/o MLT Aikins LLP
1500 410 22nd Street East
Saskatoon, SK S7K 5T6
Attention: Jeffrey M. Lee Q.C. and Paul Olfert

AND TO: Hardie & Kelly Inc.
110, 5800 2nd Street SW
Calgary, AB T2H 0H2
Attention: Kevin Meyler

AND TO: Pillar Capital Corp.
c/o The W Law Group LLP
Suite 300, 110 – 21st Street East
Saskatoon, SK S7K 0B6
Attention: Mike J. Russel and Kevin N. Hoy

AND TO: Saskatchewan Power Corporation
c/o McDougall Gauley LLP
1500 – 1881 Scarth Street
Regina, SK S4P 4K9
Attention: Michael W. Milani, Q.C.

AND TO: City of Saskatoon
Office of the City Solicitor
Alan.Rankine@saskatoon.ca
Attention: Alan Rankine

CONTACT INFO AND ADDRESS FOR SERVICE:

ROBERTSON STROMBERG LLP

Barristers & Solicitors
Suite 600, 105 – 21st Street East
Saskatoon, SK S7K 0B3

Lawyer in Charge of file: Jared D. Epp
Direct Line: (306) 933-1326
Facsimile: (306) 652-2445
E-Mail: j.epp@rslaw.com

CACV ____

IN THE COURT OF APPEAL FOR SASKATCHEWAN
ON APPEAL FROM THE COURT OF QUEEN'S BENCH
JUDICIAL CENTRE OF SASKATOON

Q.B. No. 1401 of 2019

BETWEEN:

HARMON INTERNATIONAL INDUSTRIES INC.

APPELLANT
(Respondent)

AND:

PILLAR CAPITAL CORP.

RESPONDENT
(Applicant)

DRAFT NOTICE OF APPEAL

TAKE NOTICE:

1. THAT Harmon International Industries Inc., the above-named Appellant, hereby appeals to the Court of Appeal from the Property Claims Process Order and Sales Process Order of the Honourable Mr. Justice Elson granted June 5, 2020 (the "Orders").
2. THAT the whole of the Orders are being appealed.
3. THAT the source of the Appellant's right of appeal and the Court's jurisdiction to entertain this appeal is:
 - (a) Section 183(2) of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 invests the power and jurisdiction of the Court of Appeal to hear and determine appeals regarding bankruptcy matters;
 - (b) Section 193(e) of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, provides that an appeal lies to the Court of Appeal from any order of a judge

of the Court of Queen's Bench, in any case with leave of a judge from the Court of Appeal; and

- (c) Leave to appeal was granted by the Honourable Mr./Madam Justice _____ by order dated July 8, 2020.

4. THAT the appeal is taken upon the following grounds:

- (a) That the Learned Chambers Judge erred in fact and/or in law in failing to conclude that ICR Commercial Real Estate's prior involvement in this proceeding including, but not limited to, Ken Kreutzwiser and Andrew Maynard filing affidavits in opposition to the Appellant's interests, placed ICR Commercial Real Estate in a conflict of interest; and
- (b) That the Learned Chambers Judge erred in fact and/or in law in failing to conclude that ICR Commercial Real Estate was intending to list the Harmon Lands, as described in the Sales Process Order, at a value significantly less than fair market value; and
- (c) That the Learned Chambers Judge erred in fact and/or in law in providing an unreasonably short period of time to identify the potential claims of third parties.

5. THAT the Appellant requests the following relief:

- (a) The Orders are overturned in full. More particularly, the Appellant requests that:
 - (i) The Sales Process, as described in paragraph 1 of the Sales Process Order, be conducted by Rob Pellegrini of Coldwell Bankers;
 - (ii) A declaration be made that ICR Commercial Real Estate is in a position of a conflict of interest as it relates to the Appellant and is thereby precluded from assisting the Receiver in this matter;

- (iii) The Harmon Lands, as described in paragraph 1 of the Sales Process Order, be listed at an initial listing price of not less than \$4,950,000 subject to the recommendation of Rob Pellegrini that the Harmon lands be listed at a greater amount;
- (iv) That the time for the permitted access period, as described in paragraph 5 of the Property Claims Process Order, be extended to 45 days from the date of the Appeal Order; and
- (v) That the remainder of the notice provisions in the Property Claims Process Order be amended as necessary to reflect the extended period of time for permitted access.

(b) Costs of the Appeal.

6. THAT the Appellant's address for service is:

Robertson Stromberg LLP
600 – 105 21 Street East
Saskatoon, SK S7K 0B3
Telephone (306) 652-7575
Fax: (306) 652-2445
Lawyer in Charge of File: Jared D. Epp

7. THAT the Appellant requests that this appeal be heard in Saskatoon.

DATED at Saskatoon, Saskatchewan this ____ day of June, 2020.

ROBERTSON STROMBERG LLP

Per: _____
Solicitors for the Prospective Appellant

TO: Hardie & Kelly Inc.
c/o MLT Aikins LLP
1500 410 22nd Street East
Saskatoon, SK S7K 5T6
Attention: Jeffrey M. Lee Q.C. and Paul Olfert

AND TO: Hardie & Kelly Inc.
110, 5800 2nd Street SW
Calgary, AB T2H 0H2
Attention: Kevin Meyler

AND TO: Pillar Capital Corp.
c/o The W Law Group LLP
Suit 300, 110 – 21st Street East
Saskatoon, SK S7K 0B6
Attention: Mike J. Russel and Kevin N. Hoy

AND TO: Saskatchewan Power Corporation
c/o McDougall Gauley LLP
1500 – 1881 Scarth Street
Regina, SK S4P 4K9
Attention Michael W. Milani, Q.C.

AND TO: City of Saskatoon
Office of the City Solicitor
Alan.Rankine@saskatoon.ca
Attention: Alan Rankine

CONTACT INFO AND ADDRESS FOR SERVICE:

ROBERTSON STROMBERG LLP

Barristers & Solicitors
Suite 600, 105 – 21st Street East
Saskatoon, SK S7K 0B3

Lawyer in Charge of file: Jared D. Epp
Direct Line: (306) 933-1326
Facsimile: (306) 652-2445
E-Mail: j.epp@rslaw.com

CACV _____

IN THE COURT OF APPEAL FOR SASKATCHEWAN
ON APPEAL FROM THE COURT OF QUEEN'S BENCH
JUDICIAL CENTRE OF SASKATOON

Q.B. No. 1401 of 2019

BETWEEN:

HARMON INTERNATIONAL INDUSTRIES INC.

APPELLANT
(Respondent)

AND:

PILLAR CAPITAL CORP.

RESPONDENT
(Applicant)

BEFORE THE HONOURABLE)
MR./MADAM JUSTICE _____) Wednesday, the 8th
IN CHAMBERS:) day of July, 2020.

DRAFT ORDER

UPON THE APPLICATION of the Prospective Appellant and having read the notice of motion with proof of service, the Sale Process Order granted by the Honourable Mr. Justice Elson on June 5, 2020, the Property Claims Process Order granted by the Honourable Mr. Justice Elson on June 5, 2020, together with such other material as was filed in support of the application, and having regard for the submission of counsel:

IT IS HEREBY ORDERED THAT:

1. The Prospective Appellant be granted leave to appeal from the Orders of the Honourable Mr. Justice Elson dated June 5, 2020; and

2. Costs of this application shall be in the cause.

ISSUED at Regina, Saskatchewan this ____ day of July, 2020.

Registrar, Court of Appeal

CONTACT ORDER AND ADDRESS FOR SERVICE

ROBERTSON STROMBERG LLP

Barristers & Solicitors

Suite 600, 105 – 21st Street East

Saskatoon, SK S7K 0B3

Lawyer in Charge of file: Jared D. Epp
Direct Line: (306) 933-1326
Facsimile: (306) 652-2445
E-Mail: j.epp@rslaw.com

COURT FILE NUMBER: **Q.B. No. 1401 of 2019**

COURT OF QUEEN'S BENCH FOR SASKATCHEWAN

JUDICIAL CENTRE **SASKATOON**

APPLICANT **PILLAR CAPITAL CORP.**

RESPONDENT **HARMON INTERNATIONAL INDUSTRIES INC.**

NOTICE OF WITHDRAWAL OF LAWYER OF RECORD

Counsel for the Respondent, Harmon International Industries Inc., withdraws as lawyer of record for that party.

The last known address for Harmon International Industries Inc., is as follows:

2401 Millar Ave.
Saskatoon, SK S7K 2Y4

Email: harmon_intl@yahoo.ca

DATED at Saskatoon, Saskatchewan, this 11th day of June, 2020.

ROBERTSON STROMBERG LLP

Per: _____

Jared D. Epp,
Solicitor for Harmon International Industries
Inc.

NOTICE

This withdrawal of lawyer of record takes effect 10 days after the affidavit of service of this document on every party is filed. After that date, no delivery of a pleading or other document relating to the action is effective service on the former lawyer of record or at any address for service previously provided by the former lawyer of record. After that date, the last known address for the party stated in this Notice is that party's address for service until another address for service is provided.

This Notice of Withdrawal of Lawyer of Record delivered by:

**ROBERTSON
STROMBERG**

ROBERTSON STROMBERG LLP

Barristers & Solicitors
Suite 600, 105 – 21st Street East
Saskatoon, SK S7K 0B3

Lawyer in Charge of file: Jared D. Epp
Direct Line: (306) 933-1326
Facsimile: (306) 652-2445
E-Mail: j.epp@rslaw.com