

Clerk's stamp

COURT FILE NUMBER
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF CANADIAN IMPERIAL BANK OF COMMERCE
DEFENDANTS 772921 ALBERTA INC.; SPRUCE IT UP LAND
CORP. and RIDGE MEADOWS PROPERTIES
LTD.
DOCUMENT **AFFIDAVIT (SALE APPROVAL AND VESTING
ORDER)**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

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Lawyers for Canadian Imperial Bank of Commerce

**AFFIDAVIT OF KATIE PARENT
sworn on November 15, 2023**

I, Katie Parent, of the Town of Newmarket, in the Province of Ontario, SWEAR AND SAY THAT:

INTRODUCTION

1. I am a law clerk with the law firm Norton Rose Fulbright Canada LLP, lawyers for Canadian Imperial Bank of Canada, and, as such have knowledge of the following matters.
2. This Affidavit is provided further to the Affidavit of Geoffrey Golding, sworn November 8, 2023, in these proceedings (the "**Golding Affidavit**"). The Golding Affidavit attaches copies of leases related to a warehouse located in Calgary and a warehouse located in Nanaimo, British Columbia where 772921 Alberta Inc. is the tenant (the "**772 Leases**").
3. Attached as Exhibit "A" hereto is email correspondence between Pat Carey, of Carey Management Inc., and representatives of the landlords under each of the 772 Leases regarding the assignment of those 772 Leases to 7-Eleven Canada, Inc.

4. I make this Affidavit for no improper purpose.

5. I make this Affidavit in support of an Application to the Court to approve the transfer of, among other things, the 772 Leases.

SWORN by Katie Parent at the City of Toronto, in the Province of Ontario, before me on November 15, 2023, in accordance with O. Reg. 431/20, *Administering Oath or Declaration Remotely*.



(Commissioner for Oaths in and for the Province of Ontario)

Robin Anne Cardillo, a Commissioner, etc.,
Province of Ontario,
for Norton Rose Fulbright Canada LLP /
S.E.N.C.R.L., s.r.l., Barristers and Solicitors,
Expires July 22, 2024



KATIE PARENT

This is **Exhibit "A"** referred to in the Affidavit of Katie Parent, sworn by Katie Parent at the City of Toronto, in the Province of Ontario, before me on November 15, 2023 in accordance with O Reg 431/20, *Administering Oath or Declaration Remotely*.



Commissioner for Taking Affidavits (or as may be)

Robin Anne Cardillo, a Commissioner, etc.,
Province of Ontario,
for Norton Rose Fulbright Canada LLP /
S.E.N.C.R.L., s.r.l., Barristers and Solicitors,
Expires July 22, 2024

From: tprice@telusplanet.net <tprice@telusplanet.net>
Sent: Wednesday, November 1, 2023 12:02:37 PM
To: Pat Carey <careyp@careymgmt.com>
Cc: 'Todd Price' <tprice@gmail.com>
Subject: RE: Calgary lease agreement

CAUTION: This email originated from an outside source. Do not open attachments or click on links unless you recognize the sender and have validated the content is safe.

Hi Pat Willow Holdings Ltd hereby give our consent to have 7-Eleven take over the lease agreement replacing 722921 Alberta Inc effective October 1, 2023. Regards Ronald Price, Director

From: Pat Carey <careyp@careymgmt.com>
Sent: Tuesday, October 31, 2023 3:10 PM
To: tprice@telusplanet.net
Cc: James W. REID (jwreid@millertthomson.com) <jwreid@millertthomson.com>
Subject: Calgary lease agreement

Howdy Ron and Todd,

Thank you for the call. As discussed, 7-Eleven Canada, Inc. is purchasing the Alberta and BC assets, property, and business of Wallace & Carey Inc., and its related party, 722921 Alberta Inc.

As a result, 7-Eleven will be taking over as tenant under the Industrial Lease Agreement between Willow Holdings Ltd., as landlord, and 722921 Alberta Inc., as tenant, commencing October 1, 2012, as extended by a Lease Extension Amending Agreement made effective September 30, 2022, attached for your reference.

Please confirm by reply e-mail that you consent to 7-Eleven replacing 722921 Alberta Inc. as tenant.

If you have any questions, please don't hesitate to call.

Cheers

Pat

For more information: **403.298.2400** or **millertthomson.com**

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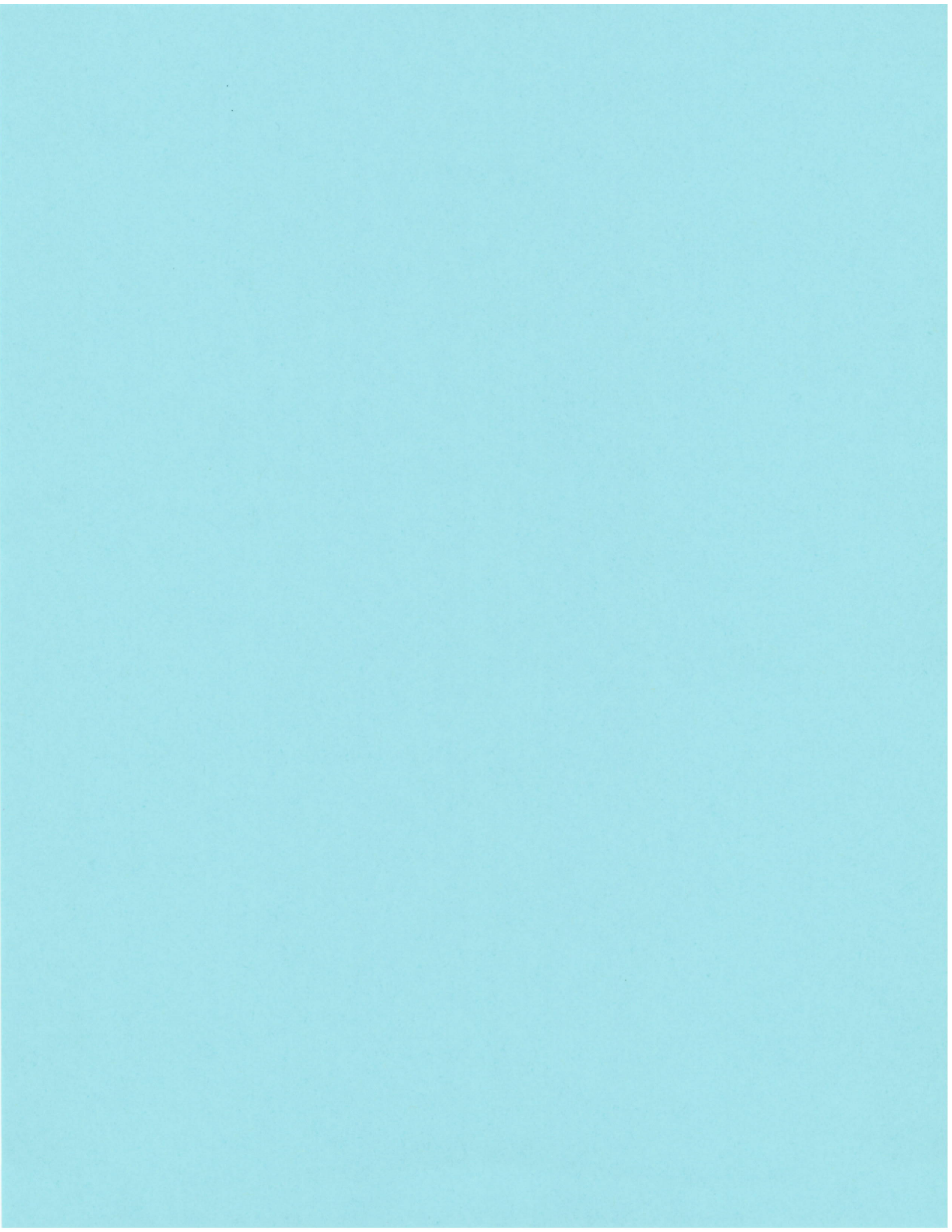
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From: Jason Hendricks <jhendricks@noorthomes.com>
Sent: Thursday, November 2, 2023 8:56 AM
To: Pat Carey <careyp@careymgmt.com>
Cc: Reid, James <jwreid@millerthomson.com>
Subject: [**EXT**] Re: Nanaimo lease

Hi Pat,

Field Investments consents to 7-11 taking over the lease subject to the Landlords review and approval of the assignment of lease which shall be provided by the tenant.

Thanks,
Jason

On Oct 31, 2023, at 3:01 PM, Pat Carey <careyp@careymgmt.com> wrote:

You don't often get email from careyp@careymgmt.com. [Learn why this is important](#)

Howdy Jason,

Thank you for the call. As discussed, 7-Eleven Canada, Inc. is purchasing the Alberta and BC assets, property, and business of Wallace & Carey Inc., and its related party, 722921 Alberta Inc.

As a result, 7-Eleven will be taking over as tenant under Lease at #5 – 4386 Boban Drive, dated December 19, 2016, between Field Construction Ltd., as landlord, and 772921 Alberta Inc., as tenant, as extended by a lease extension agreement dated June 29, 2021, attached for your reference.

Please confirm by reply e-mail that you consent to 7-Eleven replacing 722921 Alberta Inc. as tenant.

If you have any questions, please don't hesitate to call.

Sincerely,

Pat

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