

IN THE COURT OF QUEEN'S BENCH FOR SASKATCHEWAN
IN BANKRUPTCY AND INSOLVENCY

IN THE MATTER OF THE APPOINTMENT OF AN
INTERIM RECEIVER UNDER SECTION 47 OF THE
BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, c.B-3

BETWEEN:

SASKATCHEWAN TELECOMMUNICATIONS,

APPLICANT

- and -

WIRELESS AGE COMMUNICATIONS LTD.

and

WIRELESS SOURCE DISTRIBUTION LTD.,

RESPONDENTS

NOTICE OF MOTION

TAKE NOTICE that an application will be made to the Honourable Mr. Justice Zarzeczny, in chambers, at the court house, 2425 Victoria Avenue, Regina, Saskatchewan, on Monday, the 9th day of February, 2009, at 10:00 o'clock in the forenoon or so soon thereafter as counsel may be heard on behalf of the Applicant, Saskatchewan Telecommunications ("SaskTel") for the following items of relief:

1. An Order, pursuant to Section 64 of *The Personal Property Security Act, 1993*, c. P-6.2 (the "PPSA"), appointing Meyers Norris Penny Limited as the Receiver and Manager, without security, of all of the assets and undertaking (as more particularly described in the draft order filed concurrently herewith) of the Respondents, Wireless Age Communications Ltd. ("Wireless Age") and Wireless Source Distribution Ltd. ("Wireless Source"), with authority to receive, preserve, protect and dispose of the property or any part thereof, in accordance with the terms and conditions contained in the draft order filed.

2. An Order, pursuant to Section 47 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B-3 (the "BIA"), that the Interim Receiver appointed pursuant to the Order of this Honourable Court in these proceedings dated January 9, 2009 (the "Interim Receivership Order") be discharged from its duties as set forth in the Interim Receivership Order without the necessity of taxing its accounts.
3. An Order that upon the discharge of the Interim Receiver, any and all claims against the Interim Receiver in connection with the performance of its duties as such be stayed, extinguished and forever barred and the Interim Receiver shall have no liability in respect thereof.
4. Such further and other relief as to this Honourable Court seems just.

The grounds in support of this application are as follows:

1. Pursuant to the Interim Receiver Order, Meyers Norris Penny Limited was appointed the Interim Receiver of the assets and undertakings of Wireless Age and Wireless Source.
2. On or about January 9, 2009, SaskTel sent a Notice of Intent to Enforce Security to Wireless Age and Wireless Source. The 10 day period subsequent to the sending of the Notice of Intent to Enforce Security has expired.
3. On January 27, 2009, this Honourable Court dismissed the application of Wireless Age and Wireless Source to set aside the Interim Receivership Order.
4. SaskTel intends for the Receiver, if appointed by this Honourable Court, to continue to operate the business of Wireless Age and Wireless Source and to sell such business as a going concern to maximize the value for all stakeholders while preserving as many as possible of the jobs held by employees of Wireless Age and Wireless Source.
5. If a Receiver is appointed by this Honourable Court, the appointment of the Interim Receiver is no longer necessary and the Interim Receiver should, therefore, be discharged.
6. Such other grounds as counsel may advise and this Honourable Court may permit.

The materials relied upon in support of this application are as follows:

1. This Notice of Motion.
2. The Affidavit of Michael Anderson sworn on January 8, 2009, previously filed in these proceedings.
3. The Affidavit of Michael Anderson sworn on January 20, 2009.
4. The Affidavit of Michael Anderson sworn on January 30, 2009
5. The First Report of the Interim Receiver.
6. The Second Report of the Interim Receiver.
7. Draft Order.
8. Such further and other material as counsel may advise and this Honourable Court may allow.

DATED at Regina, Saskatchewan, this 2nd day of February, 2009.

MacPHERSON LESLIE & TYERMAN LLP

Per: 
Solicitors for the Applicants.

This document was delivered by:

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