

COURT FILE NUMBER 2101-02280
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF ROYAL BANK OF CANADA
DEFENDANT PEOPLE EXPRESS TRANSPORT LTD.



AND IN THE MATTER OF THE
RECEIVERSHIP OF PEOPLE EXPRESS
TRANSPORT LTD.

DOCUMENT **ORDER**
**(Interim Distribution & Approval of
Receiver's Actions, Conduct and Fees)**

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF PARTY FILING THIS
DOCUMENT
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File Number: 39108-2009

DATE ON WHICH ORDER WAS PRONOUNCED: October 28, 2021
LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta
NAME OF JUSTICE WHO MADE THIS ORDER: Justice D.B. Nixon

UPON THE APPLICATION by Alvarez & Marsal Canada Inc. (“**A&M**”) in its capacity as the Court-appointed receiver and manager (the “**Receiver**”) of the assets, undertakings and properties of People Express Transport Ltd. (the “**Debtor**”) for, amongst other things, an order approving a distribution of funds by the Receiver and the actions, conduct and activities of the Receiver; **AND UPON HAVING READ** the Consent Receivership Order dated April 22, 2021, the Third Report of the Receiver dated and filed October 18, 2021 (the “**Third Report**”), the Affidavit of Service of Rachel Dingman, filed October 19, 2021, and any other material and evidence filed to date in the within proceedings; **AND UPON HEARING** the submissions of counsel for the Receiver, and from any other interested parties who may be present, with no one appearing for any other person on the

service list, although properly served as appears from the Affidavit of Service; **AND UPON IT APPEARING** that all interested and affected parties have been served with notice of this Application;

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.

Interim Distribution to Lien Claimants and RBC

2. The Receiver is hereby authorized to make a distribution of funds realized by the Receiver in the course of the administration of these proceedings to the lien claimants described in the Third Report (and set off the amount owed by the Debtor to Ward Tires Inc. described in the Third Report) and to the Royal Bank of Canada (“**RBC**”), as an interim distribution and in partial repayment of the indebtedness owing to RBC by the Debtor, as set out and described in the Third Report, subject to the Receiver holding sufficient funds to satisfy the administrative costs of the receivership proceedings, and valid statutory deemed trust and priority claims.
3. The lien claimants described in the Third Report whose lien claims have been or will be paid are hereby directed to discharge their registrations with the Alberta Personal Property Registry against the Debtor forthwith, at their sole cost and expense.

Approval of the Actions, Conduct and Activities and Fees and Disbursements of the Receiver

4. The actions, conduct and activities of the Receiver as reported in the Third Report are hereby authorized and approved.
5. The professional fees, receipts and disbursements of the Receiver and the Receiver’s legal counsel, Torys LLP, as summarized in the Third Report, are fair and reasonable and are hereby approved and ratified.
6. The previously undertaken and proposed go-forward actions, activities and conduct of the Receiver and those of the Receiver’s legal counsel, as described in the Third Report, are hereby approved.

Receiver’s Powers to related to the Bankruptcy of the Debtor

7. Paragraph 3 of the Consent Receivership Order shall be amended to incorporate paragraph 3(s) as a sub provision stating that the Receiver is hereby expressly empowered and authorized, but not obligated, where the Receiver considers it necessary or desirable:

- (s) to file an assignment in bankruptcy on behalf of the Debtor; and consent on behalf of the Debtor to the making of a bankruptcy order against the Debtor. The Receiver is solely authorized and empowered to exercise the powers set out in this order to the exclusion of all other persons, including the Debtor, and without interference from any other person. Nothing in this order or any prior order in these proceedings shall be interpreted as precluding A&M from acting as trustee in bankruptcy and/or, at its sole and absolute discretion, A&M is permitted (but not obligated) to guarantee the fees and costs of the licensed insolvency trustee to administer the estate;

Miscellaneous

8. The Receiver shall be at liberty to reapply for further advice, assistance and direction from this Honourable Court as may be required to enforce or to carry out the terms of this Order.
9. 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.
10. Service of this Order on any party not attending this Application is hereby dispensed with.

Justice of the Alberta Court of Queen's Bench