

COURT FILE NUMBER 1303 15731

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON

PLAINTIFF RIDGE DEVELOPMENT CORPORATION

DEFENDANT 1324206 ALBERTA LTD.

DOCUMENT ORDER
Advice and Direction

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I hereby certify this to be a true copy of the original
[Signature]
for Clerk of the Court

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File No. 222630

DATE ON WHICH ORDER WAS PRONOUNCED: March 26, 2015

NAME OF JUSTICE WHO MADE THIS ORDER: Justice D.R.G. Thomas

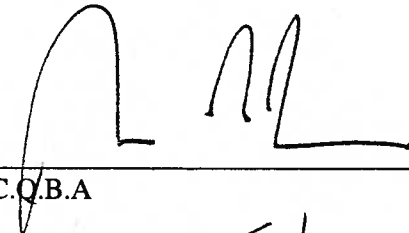
LOCATION OF HEARING: Edmonton Law Courts

UPON THE APPLICATION by Alvarez & Marsal Canada Inc. in its capacity as receiver and manager, without security (the “**Receiver**”), of all the current and future assets, undertaking, properties of 1324206 Alberta Ltd. (the “**132**”); **AND UPON** having read the Application, the Second Report of the Receiver, dated March 20, 2015, and the Affidavit of Service of Sarah Alker sworn March 26, 2015; **AND UPON** hearing from counsel for the Receiver, from counsel for Royal Bank of Canada (“**RBC**”), from counsel for other interested parties, and from other interested parties in attendance:

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of the application respecting this Order 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 the time for service of this application is abridged to that actually given.

2. The Receiver is hereby authorized and directed to pay to RBC in partial satisfaction of amounts owing by 132 to RBC an interim distribution in the amount of \$12,650,000.
3. The Receiver shall retain the sum of \$275,000 pending the determination of the relative priority of the claim asserted by Trail Appliances Ltd., and shall not distribute such sum without the agreement of Trail Appliances Ltd. and RBC, or further order of this Court.
4. Subject to paragraph 3, the Receiver is further authorized to pay to RBC, without further Order of this Court, such further amounts from net proceeds realized from the property, assets and undertaking of 132 as it deems fit, from time to time on account of any amounts which may remain outstanding to RBC, subject to the holdbacks described in the Second Report of the Receiver and the passing of the Receiver's accounts and approval of its final statement of receipts and disbursements.
5. The Statement of Receipts and Disbursements as set out in the Second Report of the Receiver is hereby approved.
6. The activities of the Receiver, as set out in the Second Report of the Receiver, are hereby approved.
7. The Receiver is at liberty to reapply for further advice, assistance and direction as may be necessary to give full force and effect to, and in carrying out the terms of, this Order.
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.



J.C.Q.B.A.
