

COURT FILE NO. 1303 15731

COURT COURT OF QUEEN'S
BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON

PLAINTIFF RIDGE DEVELOPMENT CORPORATION

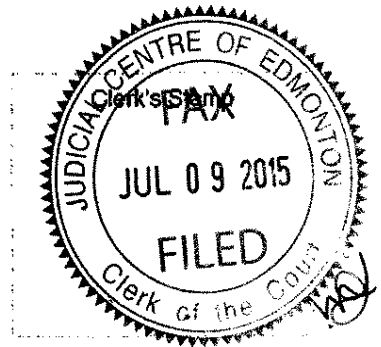
DEFENDANTS 1324206 ALBERTA LTD.

PARTY FILING THIS DOCUMENT ALVAREZ & MARSAL CANADA INC. IN ITS
CAPACITY AS THE COURT APPOINTED
RECEIVER AND MANAGER OF 1324206
ALBERTA LTD.

DOCUMENT **ORDER FOR FINAL DISTRIBUTION,
APPROVAL OF RECEIVER'S FEES AND
DISBURSEMENTS, APPROVAL OF
RECEIVER'S ACTIVITIES AND
DISCHARGE OF RECEIVER**

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File No. 222630



DATE ON WHICH ORDER WAS PRONOUNCED: June 30, 2015

LOCATION OF HEARING: Edmonton, Alberta

NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Justice D.R.G. Thomas

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, undertakings, properties of 1324206 Alberta Ltd. (the "132") for an Order for the final distribution of proceeds, approval of the Receiver's fees and disbursements, approval of the Receiver's activities and

discharge of the Receiver; **AND UPON** having read the third report of the Receiver dated June 22, 2015 (the "Third Report"); **AND UPON** hearing from counsel for the Receiver, ~~counsel for 132, counsel for Royal Bank of Canada ("RBC"), counsel for various creditors, and other interested parties in attendance;~~ **AND UPON** being satisfied that it is appropriate to do so; **IT IS ORDERED THAT:**

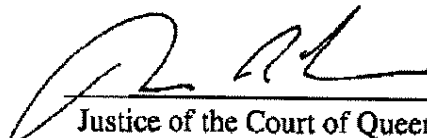
1. Service of notice of this application and supporting materials is hereby declared to be good and sufficient, and no other person is required to have been served with notice of this application, and time for service of this application is abridged to that actually given.
2. The Receiver's accounts for fees and disbursements, as set out in the Third Report are hereby approved without the necessity of a formal passing of its accounts.
3. The accounts of the Receiver's legal counsel McMillan LLP, for its fees and disbursements, as set out in the Third Report are hereby approved without the necessity of a formal assessment of its accounts.
4. The Receiver's activities as set out in the Third Report and in all of its other reports filed herein, and the Statement of Receipts and Disbursements as attached to the Third Report, are hereby ratified and approved.
5. The Receiver is authorized and directed to make the following distribution:
 - a. The Receiver shall distribute the net remaining funds it holds on behalf of 132, after making the payments authorized in paragraphs 2 and 3 of this Order, to Royal Bank of Canada.
6. The Receiver is authorized and empowered to destroy any and all any documents, accounting records, and other papers, records, and information related to the business affairs of 132, if not collected by any of the current directors of 132 by August 15, 2015.
7. On the evidence before the Court, the Receiver has satisfied its obligations under and pursuant to the terms of the Orders granted in the within proceedings up to and including the date hereof, and the Receiver shall not be liable for any act or omission on its part

including, without limitation, any act or omission pertaining to the discharge of its duties in the within proceedings, save and except for any liability arising out of any in fraud, gross negligence or willful misconduct on the part of the Receiver. Subject to the foregoing any claims against the Receiver in connection with the performance of its duties are hereby stayed, extinguished and forever barred.

8. No action or other proceedings shall be commenced against the Receiver in any way arising from or related to its capacity or conduct as Receiver, except with prior leave of this Court on Notice to the Receiver, and upon such terms as this Court may direct.
9. Upon the Receiver filing with the Clerk of the Court a Certificate of a licensed Trustee employed by the Receiver confirming that:
 - a. All matters set out in paragraph 5 and paragraph 6 of this Order have been completed.

then the Receiver shall be discharged as Receiver of 132, provided however, that notwithstanding its discharge herein (a) the Receiver shall remain the Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of the Receiver in its capacity as Receiver.

10. 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.
11. Service of this Order on any party not attending this application is hereby dispensed with.


Justice of the Court of Queen's
Bench of Alberta
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