

Clerk's stamp:

COURT FILE NUMBER 2203 04703
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE EDMONTON
PLAINTIFF **BANK OF MONTREAL**
DEFENDANTS **608772 ALBERTA LTD. o/a BIRCHWOOD AUTO BODY, DARRELL PAYNE, VERA PAYNE, BRETT PAYNE, and 1943969 ALBERTA LTD.**

ENT

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

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

Dentons Canada LLP
Barristers & Solicitors
2500 Stantec Tower
10220 – 103 Avenue NW
Edmonton, Alberta T5J 0K4
Ph. (780) 423-7284 Fx. (780) 423-7276
File No.: 528401-24
Attention: Dean A. Hitesman / Kurtis P. Letwin

DATE ON WHICH ORDER WAS PRONOUNCED: April 4, 2024

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice J. Little

UPON THE APPLICATION of MNP Ltd. in its capacity as the Court-appointed receiver (the "**Receiver**") of the undertaking, property and assets of 608772 Alberta Ltd. o/a Birchwood Auto Body and 1943969 Alberta Ltd. (collectively, the "**Debtor**") for an Order for an interim distribution of proceeds, approval of the Receiver's fees and disbursements, and approval of the Receiver's activities; AND UPON having read the Receiver's Second Report dated March 25, 2024 (the "**Receiver's Second Report**") and the Affidavit of Kristin Gray; AND UPON hearing submissions from counsel for the Receiver and such other parties as may be present in person or by counsel; AND UPON being satisfied that it is appropriate to do so; IT IS HEREBY 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 activities as set out in the Receiver's Second Report and in all of its other reports filed herein, including the proposed Statement of Receipts and Disbursements, as attached to the Receiver's Second Report, are hereby ratified and approved.
3. The Personal Property Allocation (as defined in the Receiver's Second Report) is hereby ratified and approved.

4. The Receiver's accounts for fees and disbursements, as set out in Exhibit "A" to the Affidavit of Kristin Gray, are hereby approved without the necessity of a formal passing of its accounts.
5. The accounts for fees and disbursements of the Receiver's legal counsel, Dentons Canada LLP, as set out in Exhibit "B" to the Affidavit of Kristin Gray, are hereby approved without the necessity of a formal assessment of their respective accounts.
6. The Receiver is hereby authorized and directed to withhold the amount of \$182,062.49 pending further Order of this Honourable Court.
7. The Receiver is authorized and directed to make the following interim distributions:
 - (a) Receiver's fees and disbursements up to and including February 29, 2024 and the legal fees and disbursements of the Receiver's legal counsel, Dentons Canada LLP, up to and including February 29, 2024 as outlined in the Receiver's Second Report;
 - (b) \$138,574.00 to CRA in respect of CRA's deemed claims (payroll and GST);
 - (c) \$100,000.00, plus any and all accrued interest thereon, as payment to BMO for the Receiver's borrowings; and
 - (d) \$750,000.00, as payment to BMO as the primary secured creditor of the Debtor.
8. This Order must only be served 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.

Justice of the Court of King's Bench of Alberta

Approved as to form and content:

Attorney General of Canada

Per: 

George Body, Senior Counsel
Counsel for the Canada Revenue
Agency

McCarthy Tetrault LLP

Per: _____

Walker MacLeod
Counsel for Bank of Montreal

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Justice of the Court of King's Bench of Alberta

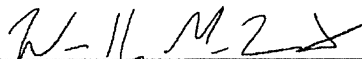
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