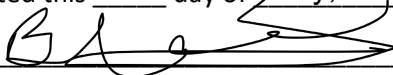


I hereby certify this to be a true copy of
the original Order

Dated this 13 day of May, 2021


for Clerk of the Court

COURT FILE NO. 1903 21122

COURT Court of Queen's Bench of Alberta

JUDICIAL CENTRE EDMONTON

PLAINTIFF ROYAL BANK OF CANADA

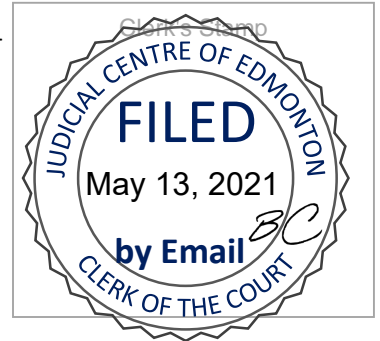
DEFENDANTS MACHINE WORKS INDUSTRIAL INC., PAUL BURNS, JODY COOMBS,
and ALLAN MCNUTT.

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

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

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File # 204- -203220

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DATE ON WHICH ORDER WAS PRONOUNCED: May 13, 2021

LOCATION OF HEARING OR TRIAL: Edmonton, Alberta

NAME OF MASTER/JUDGE WHO MADE THIS ORDER: The Honourable Mr. Justice Lema

UPON THE APPLICATION of Deloitte Restructuring Inc. in its capacity as the Court-appointed receiver and manager (the "Receiver") of the undertaking, property and assets of Machine Works Industrial Inc. (the "Debtor") 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 hearing read the Receiver's Third Report dated April 30, 2021 (the "Receiver's Third Report"); AND UPON hearing counsel for the Receiver, counsel for the Debtor and counsel for various creditors; 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 Receiver's Third Report are hereby approved without the necessity of a formal passing of its accounts.
3. The accounts of the Receiver's legal counsel Duncan Craig LLP, for its fees and disbursements, as set out in the Receiver's 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 Receiver's Third Report and in all of its other reports filed herein, and the Statement of Receipts and Disbursements as attached to the Receiver's Third Report, are hereby ratified and approved.
5. The Receiver is authorized and directed to make the following distributions:
 - a. funds for remaining expenses and additional legal fees, disbursements, taxes required to complete the additional legal fees, disbursements, and taxes required to complete the administrations of the receivership as described in the Receiver's Third Report;
 - b. an amount totalling \$384,117,93 to Royal Bank of Canada in respect to their outstanding secured claim; and
 - c. the remaining funds to be transferred to the bankruptcy estate for distribution to proven unsecured creditors.
6. 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, or with leave of the Court. Subject to the foregoing any claims against the Receiver in connection with the performance of its duties are hereby stayed, extinguished and forever barred.
7. No action or other proceedings shall be commenced against the Receiver in any way arising from or related to its capacity of conduct as Receiver, except with prior leave of this Court on Notice to the Receiver, and upon such terms as this Court may direct.
8. Upon the Receiver filing with the Clerk of the Court a sworn Affidavit of a licensed Trustee employed by the Receiver confirming that:
 - a. all matters set out in paragraph 5 of this Order have been completed;
 - b. completing other administrative matters incidental to the Receiver's appointment and pending discharge, including the filing of reports pursuant to sections 246(2) and 246(3) of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 and the cancelling of all open operating accounts, if any;

then the Receiver shall be discharged as Receiver of the Debtor, provided however that notwithstanding its discharge herein (a) the Receiver shall remain 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.

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 Court of Queen's Bench of Alberta