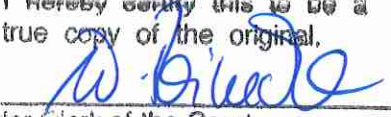
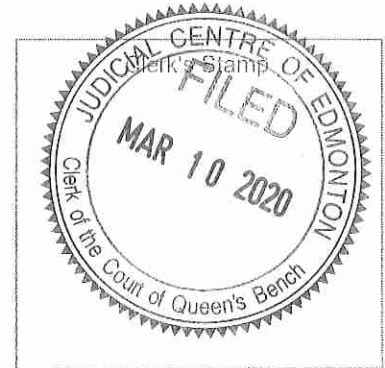


I hereby certify this to be a true copy of the original.


for Clerk of the Court



COURT FILE NO. 1903 21122

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL EDMONTON

CENTRE

PLAINTIFF ROYAL BANK OF CANADA

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

DOCUMENT INTERIM ORDER

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Darren R. Bieganeq, QC Barrister & Solicitor Phone: (780) 441-4386 Fax: (780) 428-9683 Email: dbieganeq@dcllp.com	File #204-203220 DUNCAN CRAIG LLP LAWYERS MEDIATORS 2800 Scotia Place, 10060 Jasper Avenue Edmonton, Alberta, Canada, T5J 3V9
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DATE ON WHICH ORDER WAS PRONOUNCED: Monday, March, 9, 2020

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Mr. Justice Graesser

UPON THE APPLICATION by Deloitte Restructuring Inc. in its capacity as the Court-appointed receiver (the "Receiver") of the undertaking, property and assets of Machine Works Industrial Inc. (the "Debtor") for an interim order approving the Receiver's activities since the granting of the Order Approving Sale and Vesting Order dated October 29, 2019 (the "October 29th Order"), approval of the Receiver's fees and disbursements, and those of its legal counsel, for certain declarations respecting priority as between the Plaintiff, Royal Bank of Canada ("RBC") and CWB National Leasing ("National") and for an order authorizing an interim distribution of proceeds to each of RBC Bennington Financial Corp. ("Bennington") and Jim Peplinski Leasing Inc. ("Peplinski"); AND UPON hearing read the Receiver's Second Report dated March 2, 2020 (the "Receiver's Second Report") and the Supplemental Second Report of the Receiver dated March 6, 2020 (the "Supplement"); AND UPON hearing counsel for the Receiver, counsel for RBC (appearing by telephone) and counsel for various creditors; AND UPON being satisfied that the

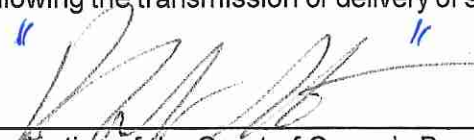
Receiver is maintaining sufficient holdbacks to address outstanding priority claims and for fees and expenses to continue with its administration of the Estate; IT IS HEREBY ORDERED THAT:

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.
2. The Receiver's accounts for fees and disbursements as set out in the Receiver's Second 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 Second Report are hereby approved without the necessity of formal assessment of the accounts.
4. The Receiver's activities as set out in the Receiver's Second Report and the Statement of Receipts and Disbursements as attached to the Receiver's Second Report are hereby ratified and approved.
5. It is hereby declared that the security interest of RBC has priority to the security interest claimed by National in certain leased computer equipment as more particularly set forth in paragraphs 17, 23, and 24 of the Receiver's Second Report.
6. The Receiver is hereby authorized and directed to make the following interim distributions from the funds presently held in its trust account:

- (a) To Peplinski: \$225,319.15;
- (b) To RBC: \$1,700,000.00; and
- (c) To Bennington: \$32,045.19

6A Quantification of holdback adjourned to Friday March 13, 2022 at 1:00 pm

7. This Order shall be served upon those interested parties served with notice of this application and those parties attending or represented at the within application. Service may be affected by facsimile, electronic mail, personal delivery or courier and is deemed to be effected the next business day following the transmission or delivery of such documents.



 Justice of the Court of Queen's Bench of Alberta
