



Clerk's stamp:

ESTATE NUMBER 24-2536824

COURT COURT OF QUEEN'S BENCH OF ALBERTA IN
BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE EDMONTON

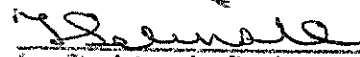
PROCEEDING IN THE MATTER OF THE NOTICE OF INTENTION TO
MAKE A PROPOSAL OF R.D.E. VENTURES INC.

DOCUMENT INTERIM DISTRIBUTION ORDER (among other relief)

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS DOCUMENT

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


 for Registrar in Bankruptcy

DATE ON WHICH ORDER WAS PRONOUNCED: February 19, 2020

LOCATION WHERE ORDER WAS PRONOUNCED: CalgaryEdmonton Law Courts-Centre

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

UPON THE APPLICATION by FTI Consulting Canada Inc., in its capacity as the receiver and manager (the "Receiver") over certain assets, properties, and undertakings (the "Property") of R.D.E. Ventures Inc. (the "Debtor") as further described in Schedule "A" to the Receivership Order (as defined below) 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 Application, the First Report of the Receiver dated February 10, 2020 (the "First Report"), filed;

AND UPON having read the Affidavit of Service of Lindsay Farr sworn February 18, 2020, filed;

AND UPON hearing counsel for the Receiver, counsel for the National Bank of Canada, and counsel for other interested parties in attendance at the Application,

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. Service of this Application and supporting materials is hereby abridged, if necessary, and the Application is properly returnable today and any requirement for service of the Application upon any party not served is hereby dispensed with.

ACCOUNTS & ACTIVITIES OF RECEIVER

2. The actions, conduct and activities of the Receiver as set out in the First Report are hereby ratified and approved.
3. The Receiver's accounts for fees and disbursements, as set out in the First Report, are hereby approved without the necessity of a formal passing of its accounts.
4. The Receiver's statement of receipts and disbursements from August 16, 2019 to February 7, 2020, as set out in the First Report, are hereby ratified and approved.

INTERIM DISTRIBUTION / HOLDBACKS

5. ~~The~~From the approximately \$3.5 million of funds available for distribution, the Receiver is authorized and directed to make an interim distribution to National Bank of Canada in the amount of \$2.5 million, as set out in paragraph 42 of the First Report.
6. The Receiver is authorized and directed to holdback \$206,000 of the funds available for distribution pending resolution of the property claim by Allspec Asphalt Inc., as further described in the First Report.
7. The Receiver is authorized and directed to holdback \$400,000 of the funds available for distribution pending determination of the validity and enforceability of the deemed trust

claim by the Canada Revenue Agency as against the Property, as further described in the First Report.

8. The Receiver is authorized and directed to holdback \$122,000 of the funds available for distribution pending determination of the validity and enforceability of the Garage Keepers' Liens of Brandt Tractor Ltd., as further described in the First Report.

GENERAL

9. Service of this Order on the persons in attendance at the Application by email, facsimile, registered mail, courier, or personal delivery shall constitute good and sufficient service of this Order, and no persons, other than those in attendance at the Application, are entitled to be served with a copy of this Order.

" J.S. Little "
J.C.Q.B.A.