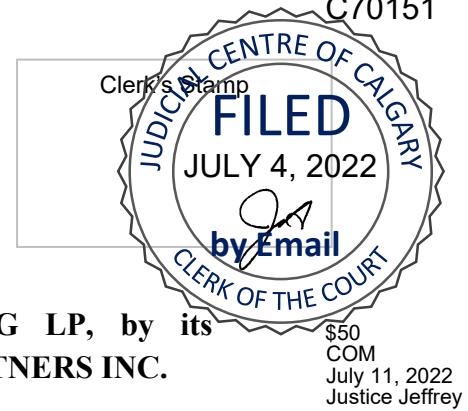


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C70151

COURT FILE NUMBER **2201-02948**
COURT Court of Queen's Bench of Alberta
JUDICIAL CENTRE Calgary
PLAINTIFF **CROWN CAPITAL PARTNER FUNDING LP, by its
manager, CROWN PRIVATE CREDIT PARTNERS INC.**
DEFENDANTS **RBEE AGGREGATE CONSULTING LTD.**
DOCUMENT **APPLICATION (Interim Distribution Order)**



ADDRESS FOR **Fasken Martineau DuMoulin LLP**
SERVICE AND Barristers and Solicitors
CONTACT 3400 First Canadian Centre
INFORMATION OF 350 – 7 Avenue SW
PARTY FILING THIS 350 – 7 Avenue SW
DOCUMENT Calgary, Alberta T2P 3N9

Attention: Travis Lysak / Mihai Tomos
Tel: 403 261 5501 / 403 261 7386
Email: tlysak@fasken.com / mtomos@fasken.com
File No.: 301127.00006

NOTICE TO RESPONDENT(S): SEE SERVICE LIST

This application is made against you. You are the respondent.

You have the right to state your side of this matter before the judge.

To do so, you must be in Court when the application is heard as shown below:

Date: July 11, 2022

Time: 2:00 p.m.

Where: Via WebEx – <https://albertacourts.webex.com/meet/virtual.courtroom60>

Before Whom: The Honourable Justice P.R. Jeffrey

Go to the end of this document to see what else you can do and when you must do it.

Remedy claimed or sought:

1. An Order, substantially in the form attached as **Schedule “A”**, ordering, *inter alia*:
 - (a) the approval of the Receiver’s activities as set forth in the Third Report of the Receiver dated July 11, 2022 (the **“Third Report”**); and
 - (b) the approval of interim distributions, as described in the Third Report.

Grounds for making this application:

The grounds for making this application are set out more fully in the Third Report, but can be summarized as follows:

(A) Background

2. Any capitalized term not defined in the Application shall take the meaning ascribed to it in the Third Report.
3. Pursuant to an Order of the Honourable Justice A.D. Grosse granted on March 11, 2022 (the **“Receivership Order”**), FTI Consulting Canada Inc. was appointed receiver of all of the assets, undertakings and properties (the **“Property”**) of RBee Aggregate Consulting Ltd. (the **“Debtor”**).
4. The Receivership Order empowers and authorizes, but does not obligate, the Receiver to, among other things, manage, operate and carry on the business of the Debtor and to take possession and control of the Property of the Debtor and any and all proceeds, receipts and disbursements arising out of or from the Property, and to sell, convey, transfer, lease or assign the Property or any part or parts thereof out of the ordinary course of business.

(B) Receiver’s Activities

5. The Receiver’s actions and activities up to the date of this Application, as described in the Third Report, are lawful, proper, and consistent with its powers under the Receivership Order.

(C) Interim Distributions

6. It is appropriate that the interim distributions be made to the creditors receiving those payments, as they are entitled to receive those payments in priority to other creditors.

Material or evidence to be relied on:

7. The Third Report of the Receiver dated July 4, 2022.
8. Affidavit of Service.
9. The other pleadings and materials filed in this Action and such further and other material as counsel may advise and this Honourable Court may permit.

Applicable rules:

10. Rules 1.3, 1.4, 6.3, and 13.5(2) of the *Rules of Court*.
11. Such further and other rules as counsel may advise and this Honourable Court may permit.

Applicable Acts and Regulations:

12. *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3.
13. *Judicature Act*, R.S.A. c. J-2.
14. Such further and other Acts and Regulations as counsel for the Receiver may advise or this Honourable Court may permit.

Any irregularity complained of or objection relied on:

15. Not applicable.

How the application is proposed to be heard or considered:

16. Before the presiding Honourable Justice P.R. Jeffrey on the Commercial List.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicants what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

SCHEDULE "A"

Interim Distribution Order

COURT FILE NUMBER **2201-02948**
COURT Court of Queen’s Bench of Alberta
JUDICIAL CENTRE Calgary



PLAINTIFF **CROWN CAPITAL PARTNER FUNDING LP, by its manager, CROWN PRIVATE CREDIT PARTNERS INC.**

DEFENDANTS **RBEE AGGREGATE CONSULTING LTD.**

DOCUMENT **INTERIM DISTRIBUTION ORDER**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT **Fasken Martineau DuMoulin LLP**
Barristers and Solicitors
3400 First Canadian Centre
350 – 7 Avenue SW
Calgary, Alberta T2P 3N9

Attention: Travis Lysak / Mihai Tomos
Tel: 403 261 5501 / 403 261 7386
Email: tlysak@fasken.com / mtomos@fasken.com
File No.: 301127.00006

DATE ON WHICH ORDER WAS PRONOUNCED: July 11, 2022
LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta
JUDGE WHO MADE THIS ORDER: The Honourable Justice P.R. Jeffrey

UPON the application of FTI Consulting Canada Inc. (the “**Receiver**”), in its capacity as the court-appointed receiver of all of Rbee Aggregate Consulting Ltd.’s current and future assets, undertakings, and properties of every nature and kind whatsoever, and wherever situate, including all proceeds thereof; **AND UPON** reading the Application, the Receiver’s Third Report dated July 4, 2022 (the “**Third Report**”), the Affidavit of Service and other materials filed in the proceedings; **AND UPON** hearing counsel for the Receiver and any other interested parties appearing at the within application, **IT IS ORDERED THAT:**

RECEIVER'S ACTIVITIES

1. The actions, conduct and activities of the Receiver, as described in the Third Report, are hereby authorized and approved.

INTERIM DISTRIBUTION

2. The Receiver is hereby authorized and directed to make interim distributions to the following parties and in substantially the following amounts:

- a. Canada Revenue Agency – \$1,668,000;
- b. Komatsu International Canada Inc., dba Komatsu Financial – \$2,072,000;
- c. WS Leasing Ltd. – \$37,000;
- d. Edmonton Kenworth Ltd. – \$6,469; and
- e. Canadian Western Bank – \$6,250,000.

RECEIPTS AND DISBURSEMENTS

3. The Receiver's receipts and disbursements for the period March 11, 2022 to June 24, 2022, as described in the Third Report, are hereby authorized and approved.

4. 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.

5. The accounts of the Receiver's legal counsel Fasken Martineau DuMoulin LLP, as set out in the Third Report, are hereby approved without the necessity of a formal assessment of its accounts.

GENERAL

6. All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Third Report.

7. 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.

SERVICE OF THIS ORDER

8. This Order shall be sufficiently served by serving the same on the service list, in the same manner as the Application was served and by posting a copy of the same on the Receiver's website at: <http://cfcanada.fticonsulting.com/Rbee>.

9. Service of this Order on any other interested person in any other manner than set out above is hereby dispensed with.

Justice of the Court of Queen's Bench of Alberta