

COURT FILE NUMBER 2001-04485

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

PLAINTIFF SANDTON CREDIT SOLUTIONS MASTER FUND IV, LP

DEFENDANTS ACCEDE ENERGY SERVICES LTD., ACCEDE FIRE & SAFETY LTD., 1537723 ALBERTA LTD. and ACCESS VALVE LTD.

APPLICANT FTI CONSULTING CANADA INC., in its capacity as receiver and manager of ACCEDE ENERGY SERVICES LTD., ACCEDE FIRE & SAFETY LTD., 1537723 ALBERTA LTD. and ACCESS VALVE LTD.


DOCUMENT **ORDER**
 (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
 MLT AIKINS LLP
 2100, 222 3 Ave
 Calgary, Alberta T2P 0B4
 Attention: Ryan Zahara/Kaitlin Ward
 Counsel for the Receiver, FTI Consulting Canada Inc.
 Phone: 403.693.5420/4311
 Fax: 403.508.44349
 File: 0052752.00002

CLERK OF THE COURT
FILED
 MAR 18 2021
 JUDICIAL CENTRE
 OF CALGARY

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

Dated this 18 day of MARCH 2021


 for Clerk of the Court

DATE ON WHICH ORDER WAS PRONOUNCED: MARCH 18, 2021

LOCATION OF HEARING OR TRIAL: CALGARY, ALBERTA

NAME OF JUDGE WHO MADE THIS ORDER: HONOURABLE JUSTICE P.R. JEFFREY

UPON THE APPLICATION of FTI Consulting Inc. in its capacity as the Court-appointed receiver (the "Receiver") of the undertakings, property and assets of Accede Energy Services Ltd., Accede Fire & Safety Ltd., 1537723 Alberta Ltd., and Access Valve Ltd. (collectively, the "Debtors"), 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 HAVING READ the Receiver's Fourth Report dated March 8, 2021 (the "Fourth Report") and the

Supplement to the Fourth Report dated March 17, 2021; **AND UPON** hearing counsel for the Receiver, counsel for the Plaintiff, and counsel for any other parties in attendance; **AND UPON** being satisfied that it is appropriate to do so, **IT IS ORDERED THAT:**

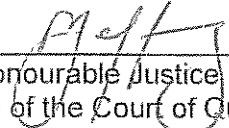
1. Service of notice of this Application and supporting materials is hereby declared to be good and sufficient, no other person is required to have been served with notice of this Application, and time for service of this Application is abridged to that actually given.
2. The Receiver's accounts for fees and disbursements, as set out in the Receiver's Fourth Report, are hereby approved without the necessity of a formal passing of its accounts.
3. The accounts of the Receiver's legal counsel MLT Aikins LLP, for its fees and disbursements, as set out in the Fourth Report, are hereby approved without the necessity of a formal assessment of its accounts.
4. The Receiver's activities as set out in the Fourth Report and the Statement of Receipts and Disbursements as attached to the Fourth Report, are hereby ratified and approved.
5. The Receiver is authorized and directed to make the following distribution:
 - (a) \$295,215.00 payable to Sandton Credit Solutions Master Fund IV, LP which represents all remaining funds in the Receiver's trust account, with a holdback (the "Holdback") for any potential priority amounts and the expenses of the receivership estate for any priority charges and the legal and professional fees necessary to complete the administration of the Debtors' estates; and
 - (b) with any remaining funds from Holdback after completion of the Receiver's duties to be distributed to Sandton Credit Solutions Master Fund IV, LP.
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 or 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; and
 - (b) Completion of the other matters outlined in the Fourth Report, including payment of any other incidental amounts necessary to complete the administration of the Receivership Proceedings

then the Receiver shall be discharged as Receiver of the Debtors, 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 day of the transmission or delivery of such documents.
10. Service of this Order on any party not attending the Application is hereby dispensed with.



The Honourable Justice P.R. Jeffrey
Justice of the Court of Queen's Bench of Alberta