

MONITOR'S CLOSING CERTIFICATE

COURT FILE NUMBER 2301 - 8305

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, RSC 1985, c C-36, as Amended

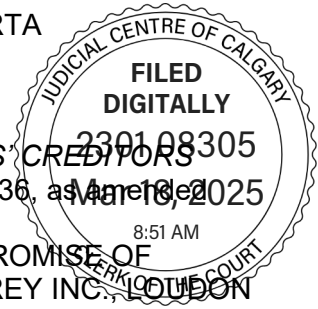
AND IN THE MATTER OF THE COMPROMISE OF
ARRANGEMENT OF WALLACE & CAREY INC., LOUDON
BROS LIMITED, and CAREY MANAGEMENT INC.

APPLICANTS WALLACE & CAREY INC, LOUDON BROS LIMITED, and
CAREY MANAGEMENT INC.

DOCUMENT **MONITOR'S CLOSING CERTIFICATE**

ADDRESS FOR SERVICE **CASSELS BROCK & BLACKWELL LLP**
AND 3810, Bankers Hall West
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PARTY FILING THIS Calgary, AB T2P 5C5
DOCUMENT

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RECITALS

- A. Pursuant to an Order of the Honourable Justice G. A. Campbell of the Court of King's Bench of Alberta, Judicial District of Calgary (the "**Court**") dated June 22, 2023, KSV Restructuring Inc. was appointed as the monitor (the "**Monitor**") of the undertakings, property and assets of Wallace & Carey Inc., Loudon Bros. Limited and Carey Management Inc. (the "**Applicants**").
- B. Pursuant to an Order of the Court dated February 21, 2025, the Court approved the asset purchase agreement made as of February 7, 2025 (the "**Sale Agreement**") between the Applicants and 7-Eleven Distribution Canada Corp. (the "**Purchaser**"), and approved in form and substance by the Monitor, and provided for the vesting in the Purchaser of the Applicants' right, title and interest in and to the Purchased Property, which vesting is to be effective with respect to the Purchased Property upon the delivery by the Monitor to the

Purchaser of a certificate confirming (i) the payment by the Purchaser of the Purchase Price for the Purchased Property; (ii) that the conditions to Closing of the Sale Agreement have been satisfied or waived by the Monitor and the Purchaser; and (iii) the Transaction has been completed to the satisfaction of the Monitor.

C. Unless otherwise indicated herein, capitalized terms have the meaning set out in the Sale Agreement.

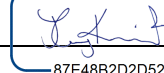
THE MONITOR CERTIFIES the following:

1. The Purchaser (or its nominee) has paid and the Monitor has received the Purchase Price for the Purchased Property payable on the Closing Date pursuant to the Sale Agreement;
2. The conditions to Closing of the Sale Agreement have been satisfied or waived by the Applicants and the Purchaser (or its nominee); and
3. The Transaction has been completed to the satisfaction of the Monitor.

This Certificate was delivered by the Monitor at 4:00 p.m. on March 17, 2025.

KSV Restructuring Inc., solely in its capacity as Monitor of Wallace & Carey Inc., Loudon Bros. Limited and Carey Management Inc. and not in its personal or corporate capacity

DocuSigned by:



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By:

Jason Knight
Authorized Signatory