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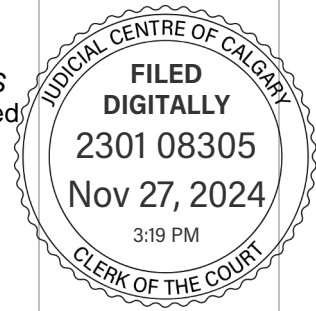
COURT COURT OF KING'S BENCH OF ALBERTA

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.

Clerk's Stamp



APPLICANT KSV RESTRUCTURING INC., in its capacity as Court-appointed Monitor of
Wallace & Carey Inc., Loudon Bros Limited and Carey Management Inc.

DOCUMENT **ORDER APPROVING INTERIM DISTRIBUTION, MONITOR'S ACTIVITIES
and PROFESSIONAL FEES**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
Cassels Brock & Blackwell LLP
Bankers Hall West
3810, 888 3rd St SW
Calgary, AB T2P 5C5
E: joliver@cassels.com
P: 403 351 2920

Attention: Jeffrey Oliver

File no. 54670-3

DATE ON WHICH ORDER WAS PRONOUNCED: November 25, 2024

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice B.E.C. Romaine

UPON THE APPLICATION of KSV Restructuring Inc., in its capacity as the Court-appointed Monitor (in such capacity, the "**Monitor**") of Wallace & Carey Inc., Loudon Bros Limited, and Carey Management Inc. (collectively, the "**Companies**") for an Order (among other things) approving the professional fees and disbursements of the Monitor and its counsel, approving the Monitor's activities, and authorizing the Interim Distribution (as defined in the Thirteenth Report of the Monitor, dated November 18, 2024 (the "**Thirteenth Report**")); **AND UPON** having reviewed the Amended and Restated Initial Order of this Court pronounced June 30, 2023 (the "**ARIO**"); the Thirteenth Report; the Supplement to the Thirteenth Report of the Monitor, dated November 22, 2024; and the Affidavit of Service of Angeline Gagnon, sworn November 25, 2024; **AND UPON** hearing counsel for the Monitor, counsel for the Companies and any other interested parties appearing at the within application; **AND UPON** being satisfied that it is appropriate to do so;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Thirteenth Report.

SERVICE

2. Service of notice of this application and supporting materials is hereby declared to be good and sufficient, and time for service of this application is abridged to that actually given.

RECOMMENDED DISTRIBUTION

3. The Interim Distribution as outlined in paragraph 4.07 of the Thirteenth Report is hereby ratified and approved and the Monitor is authorized to make such Interim Distribution.
4. The Monitor shall have the authority to make further distributions as outlined in paragraph 4.08 of the Thirteenth Report on a *pro-rata* basis, based on the balances outstanding to the Tobacco Tax Authorities, without the necessity of further Court-approval.

MONITOR'S ACTIVITIES AND PROFESSIONAL FEES

5. The Monitor's actions, conduct, and activities as disclosed in the Thirteenth Report are hereby ratified and approved.
6. The Monitor's accounts for fees and disbursements, as set out in the Thirteenth Report, are hereby approved without the necessity of a formal passing of its accounts.
7. The accounts of the Monitor's legal counsel, Cassels Brock & Blackwell LLP, for its fees and disbursements, as set out in the Thirteenth Report, are hereby approved without the necessity of a formal assessment of its accounts.

SERVICE OF ORDER

8. Service of this Order shall be deemed good and sufficient by:
 - (a) serving the same on:
 - i. the persons listed on the service list created in these proceedings;
 - ii. any other person served with notice of the application for this Order; and
 - iii. any other parties attending or represented at the application for this Order; and
 - (b) posting a copy of this Order on the Monitor's website established in connection with these proceedings, for no less than six months from the date of this Order; and service

on any other person is hereby dispensed with.

9. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier.



Justice of the Court of King's Bench of Alberta