

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE JUSTICE)
H. J. WILTON - SIBERZ)
)

MONDAY, THE 5TH
DAY OF MAY, 2014 *HW*

BETWEEN:

ROYAL BANK OF CANADA

Applicant

- and -

ATLAS BLOCK CO. LIMITED, ATLAS BLOCK (BROCKVILLE) LTD. and 1035162
ONTARIO INC., o/a ATLAS BLOCK TRUCKING

Respondents

APPLICATION UNDER SUBSECTION 243(1) OF THE BANKRUPTCY AND
INSOLVENCY ACT, R.S.C. 1985, c. B-3, AS AMENDED AND SECTION 101 OF THE
COURTS OF JUSTICE ACT, R.S.O. 1990, c. C.43, AS AMENDED

DISTRIBUTION ORDER

THIS MOTION, made by KPMG Inc. in its capacity as the Court-appointed receiver (the "**Receiver**") of the undertaking, property and assets of Atlas Block Co. Ltd., Atlas Block (Brockville) Ltd. and 1035162 Ontario Inc. o/a Atlas Block Trucking (the "**Debtors**") for an order approving the distribution to the Royal Bank of Canada ("**RBC**") of certain funds, as more particularly described in the Fifth Report of the Receiver dated April 22, 2014 (the "**Fifth Report**"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Motion Record of the Receiver, including the Receiver's Fifth Report and the appendices thereto, filed, and on hearing the submissions of counsel for the

Receiver and RBC, no one appearing for any other person on the service list, although properly served as appears from the affidavit of service of Kim Hamill, sworn April 23, 2014, filed:

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged so that this motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the Fifth Report and the activities of the Receiver, as set out in the Fifth Report, are hereby approved.

3. **THIS COURT ORDERS** and approves the proposed distribution to the Royal Bank of Canada in the amount of \$1.0 million of currently available funds, and the future distribution of \$544,740.81 based on receipt of payments to be made to the Receiver by Brampton Brick Limited on May 1, June 1 and July 1, 2014, as set out in the Fifth Report.

4. **THIS COURT ORDERS** that the fees and disbursements of the Receiver in the amount of \$139,697.38, for the period of January 16, 2014 to April 15, 2014, as set out in the Fifth Report and the Affidavit of Kevin J. Treacy, sworn April 21, 2014, are hereby approved.

5. **THIS COURT ORDERS** that the fees and disbursements of the Receiver's counsel, Davis LLP, in the amount of \$144,375.85 for the period of January 15, 2014 to April 15, 2014 as set out in the Report and the Affidavit of Bruce Darlington, sworn April 22, 2014, are hereby approved.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

MAY 06 2014

NB

W. Hamill - RBC

ROYAL BANK OF CANADA
Applicant

-and-

ATLAS BLOCK CO. LIMITED et al.
Respondents

Court File No. CV-13-10201-00CL

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PROCEEDING COMMENCED AT
TORONTO

ORDER

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