

Court File No: CV-09-8120-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE
JUSTICE *MARROU*

WEDNESDAY, THE 18TH DAY
OF NOVEMBER, 2009

BETWEEN:

ROYAL BANK OF CANADA

Applicant

and

F-K-P TOOL MANUFACTURING LIMITED and 1263577 ONTARIO LTD.

Respondents

ORDER

THIS MOTION made by PricewaterhouseCoopers Inc., Interim Receiver of the Respondents, F-K-P Tool Manufacturing Limited ("FKP") and 1263577 Ontario Ltd. (the "Interim Receiver") for an order:

- (a) approving the Interim Receiver's activities and steps taken since its second report to the Court dated May 22, 2009 as set forth in its third report to the court (the "Third Report");
- (b) approving the Interim Receiver's Statement of Receipts and Disbursements for the period April 3, 2009 to November 11, 2009;

- (c) approving disposal of the Remaining Tooling (as defined in the Third Report) located at FKP's former automotive stamping plant at 1333 Cornwall Road, Oakville, Ontario ("1333 Cornwall");
- (d) approving release of the Faurecia Escrow Funds (as defined in the Third Report), to the Interim Receiver and a declaration that Faurecia Automotive Seating ("Faurecia") has no claim to the Faurecia Escrow Funds or any claim against FKP or the Interim Receiver with respect to the Faurecia Escrow Funds;
- (e) approving the Interim Receiver's accounts for the period May 1, 2009 to November 3, 2009 and the accounts of its legal counsel for the period from May 22, 2009 to November 12, 2009; and,
- (f) approving an interim distribution of \$650,000 to Royal Bank of Canada ("RBC"),

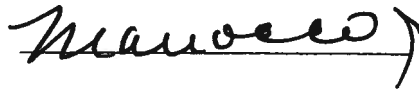
was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Third Report of the Receiver and on hearing the submissions of counsel for the Interim Receiver and RBC, no one else on the service list appearing though properly served,

1. THIS COURT ORDERS that this motion is properly returnable this day and no further service of the Motion Record shall be required.

2. THIS COURT ORDERS that the Interim Receiver's activities and steps taken from May 22, 2009 to November 3, 2009, as described in the Third Report be and the same are hereby approved.
3. THIS COURT ORDERS that the Interim Receiver's Statement of Receipts and Disbursements for the period April 3, 2009 to November 11, 2009, contained in the Third Report be and the same is hereby approved.
4. THIS COURT ORDERS that the Interim Receiver may dispose of the Remaining Tooling (as defined in the Third Report) located at 1333 Cornwall as it sees fit and no person claiming ownership of the Remaining Tooling shall have any claim whatsoever of any kind against the Interim Receiver for doing so.
5. THIS COURT ORDERS that the Faurecia Escrow Funds (as defined in the Third Report), be and the same are hereby released from escrow to the Interim Receiver and this Court further declares that Faurecia shall have no claim whatsoever of any kind to the Faurecia Escrow Funds or any claim against FKP or the Interim Receiver with respect to the Faurecia Escrow Funds.
6. THIS COURT ORDERS that the Interim Receiver's accounts for the period May 1, 2009 to November 3, 2009 and the accounts of its legal counsel for the period from May 22, 2009 to November 12, 2009 be and the same are hereby approved.

7. THIS COURT ORDERS that the Interim Receiver is hereby authorized to release to Royal Bank of Canada from estate funds on hand the sum of \$650,000.



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

NOV 18 2009

PER / PAR: JSN

Joanne Nicoara
Registrar, Superior Court of Justice

ROYAL BANK OF CANADA
Plaintiff

-and-

F-K-P TOOL MANUFACTURING LIMITED et al.
Defendants

Court File No. CV-09-8120-00CL

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PROCEEDING COMMENCED AT
TORONTO

ORDER

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Interim Receiver for the Respondents