

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE) WEDNESDAY, THE 27th DAY
JUSTICE WILTON-SIEGEL) OF MAY, 2009



BANK OF MONTREAL

Applicant

- and -

CPI PLASTICS GROUP LIMITED, CPI PLASTICS GROUP (CANADA) LTD.,
CPI PLASTICS GROUP, INC., CRILA INVESTMENTS INC.
and CRILA PLASTICS INDUSTRIES, INC.

Respondents

ORDER

(Distribution of Proceeds and Approval of Receiver's Activities)

THIS MOTION made by Deloitte & Touche Inc. ("**Deloitte**"), in its capacity as interim receiver and receiver and manager (jointly, the "**Receiver**") without security, of all of the assets, undertakings, and properties of CPI Plastics Group Limited, CPI Plastics Group (Canada) Ltd., CPI Plastics Group, Inc., Crila Investments Inc. and Crila Plastics Industries, Inc. (collectively, the "**Debtor**") for an order substantially in the form of the draft order annexed to the notice of motion, *inter alia*:

- (a) accepting and approving the Fifth Report of the Receiver dated April 30, 2009 (the "**Fifth Report**"), and the actions and activities of the Receiver described therein;

- (b) authorizing and directing the Receiver to make a distribution of CAD \$10 million to Bank of Montreal (the "**Bank**"); and
- (c) authorizing and directing the Receiver to make further distributions to the Bank without further order of this Honourable Court, as funds become available and the Receiver deems appropriate, provided that the funds to be distributed to the Bank shall not exceed the Debtor's indebtedness to the Bank.

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

ON READING the Notice of Motion of the Receiver, the Fifth Report, the supplementary report to the Fifth Report dated May 26, 2009 (the "Supplementary Report") and on hearing the submissions of counsel for the Receiver, counsel for the Bank, and counsel for Lograh Holdings PTY. Limited o/a Goldec Distributors, being advised that the parties were served with the Motion Record herein and that there may be other persons who might be interested in the proceedings:

APPROVAL OF FIFTH REPORT AND RECEIVER'S ACTIVITIES

1. THIS COURT ORDERS that the Fifth Report and the Supplementary Report be and are hereby accepted and approved and the actions and activities of the Receiver described therein be and they hereby are approved.

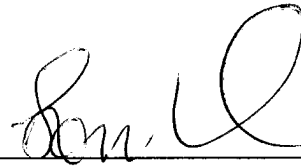
DISTRIBUTIONS

2. THIS COURT ORDERS that the Receiver is hereby authorized and directed to make a distribution in the sum of CAD \$10 million to the Bank as described in the Fifth Report.

3. THIS COURT ORDERS that the Receiver is hereby authorized and directed to make further distributions to the Bank as funds become available and the Receiver deems appropriate, provided that the funds to be distributed to the Bank shall not exceed the Debtor's indebtedness to the Bank.

4. THIS COURT ORDERS AND DECLARES that the Receiver and any other interested parties may apply to this Court for any directions or determinations required to resolve any matter or dispute relating to, or to the subject matter of or rights and benefits under this Order.

5. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

A handwritten signature in black ink, appearing to be "J.M. U.", written above a horizontal line.

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

MAY 27 2009

PER / PAR: JV

BANK OF MONTREAL
Applicant

and
CPI PLASTICS GROUP LIMITED, et al
Respondents

Court File No: 09-CL-7934

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

ORDER

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