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COURT FILE NUMBER 2301 - 08305

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.

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

RESPONDENTS DIGIFLEX INFORMATION SYSTEMS INC. and MOHAMAD ZÄHED
MARDUKHI

DOCUMENT **CONSENT ORDER – ADJOURNMENT**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

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Attention: Jeffrey Oliver

File no. 54670-3

DATE ON WHICH ORDER WAS PRONOUNCED: April 14, 2026

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

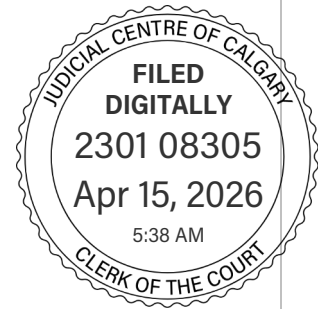
NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice Marion

UPON the Application (the "**Access Application**") of KSV Restructuring Inc., in its capacity as the court-appointed Monitor with enhanced powers (in such capacity, the "**Monitor**") of Wallace & Carey Inc. ("**W&C**"), Loudon Bros Limited ("**Loudon**"), and Carey Management Inc. ("**CMI**" and collectively, the "**Companies**") seeking an order declaring, among other things, that the Monitor be permitted to have read-only access to the ERP Software (as defined in the Monitor's Nineteenth Report to Court dated January 26, 2026 (the "**Nineteenth Report**")); **AND UPON** the Cross-Application of DigiFlex Information Systems Inc. ("**DigiFlex**") for an order, *inter alia*, declaring the DigiFlex License Agreements (as defined at Schedule "A" hereto) are

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15198743.1

Clerk's Stamp



terminated (the "**DigiFlex Application**"); **AND UPON** having reviewed the Amended and Restated Initial Order of this Court pronounced June 30, 2023 (the "**ARIO**"); the Stay Lift Order – DigiFlex granted by the Honourable Justice Marion on December 15, 2025 (the "**Lifting Stay Order**"); the Monitor's Nineteenth Report to Court dated January 26, 2026 (the "**Nineteenth Report**"); the Affidavit of Mohamad Z. Mardukhi, affirmed January 30, 2026; the Order – Adjournments and Litigation Schedule granted by the Honourable Justice Marion on February 5, 2026 (the "**Adjournment and Litigation Schedule Order**"); the Monitor's Supplement to the Nineteenth Report to Court dated February 16, 2026 (the "**Supplemental Report**"); the Adjournment Order granted by the Honourable Justice Marion on March 3, 2026 (the "**Adjournment Order**"); **AND UPON** having reviewed the letter from counsel for the Monitor dated February 25, 2026, sent on agreement with counsel for DigiFlex, indicating that the parties were working toward an agreement with respect to both the Access Application and the DigiFlex Application; the letter from counsel for the Monitor dated March 13, 2026 requesting an extension to submit a proposed path forward pursuant to the Adjournment Order; the letter from counsel for DigiFlex dated March 27, 2026 requesting a further extension to reach a resolution by April 7, 2026; and the letter from counsel for the Monitor dated April 7, 2026, noting that each party has decided to maintain their respective applications as *sine die* at this time; **AND UPON** noting the consent of the Monitor and DigiFlex, 7-Eleven Distribution Canada Corporation ("**SEDCC**") and 7-Eleven Canada Inc. ("**SEC**") ; **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 Nineteenth Report or the Supplemental Report.

ADJOURNMENT OF APPLICATIONS

2. The Access Application and DigiFlex Application (collectively, the "**Adjourned Applications**") remain adjourned *sine die* until, and if, the Monitor requires access to the ERP Software.
3. This Order is without prejudice to:
 - (a) any party's position in the Federal Court Action No. T-4454-24, including, but not limited to, DigiFlex's position that the DigiFlex License Agreements were terminated as of February 15, 2026 at 11:59 PM; and
 - (b) the rights of DigiFlex and/or the Monitor to have the Adjourned Applications heard in the future.

SERVICE OF ORDER

4. 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.
5. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier.

A handwritten signature in black ink, reading "Justice M.A. Marion". The signature is written in a cursive style and is positioned above a horizontal line.

Justice of the Court of King's Bench of Alberta

Consented to this ____ day of April, 2026

**BURNET, DUCKWORTH & PALMER LLP counsel
to DigiFlex Information Systems Inc.**

Per:



Name: Robert Martz
Title: Partner

**CASELS BROCK & BLACKWELL LLP, counsel
to KSV RESTRUCTURING INC., in its capacity as
Monitor to the Companies**

Per:



Name: Jeffrey Oliver
Title: Partner

**DLA PIPER (CANADA) LLP, counsel to 7-ELEVEN
CANADA INC. AND 7-ELEVEN DISTRIBUTION
CANADA CORPORATION**

Per:



Name: Edmond Lamek
Title: Partner

[Signature page to Consent Order]

Schedule "A"

DigiFlex License Agreements

1. ProCLASS/LAZER/NEXUS Software License Agreement between DigiFlex and W&C executed on March 9, 2000;
2. CLASS Software License Agreement between DigiFlex and W&C executed by DigiFlex on June 27, 2003 and W&C on August 12, 2003;
3. ProCLASSB1 Business Intelligence Suite Software License Agreement between DigiFlex and W&C entered into on or about April 23, 2012 (according to Mohamad Mardukhi's November 14, 2025 Affidavit (the "**MM Affidavit**")) and executed by DigiFlex on August 19, 2013 (per copy in W&C files);
4. ProCLASS/CLASS/LAZER Software License Agreement between DigiFlex and Loudon entered into on February 18, 2013 (per the MM Affidavit);
5. ProCLASS/CLASS Software License Agreement Addendum between DigiFlex and Loudon dated May 8, 2014; and
6. ProCLASS/CLASS Software License Agreement Addendum between DigiFlex and Loudon dated June 6, 2014.