

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

THE HONOURABLE)
JUSTICE STEELE) TUESDAY THE 19TH DAY
OF JULY, 2022

**2046245 ONTARIO INC., 2222228 ONTARIO INC., 2473560 ONTARIO INC. and
2473441 ONTARIO INC.**

Applicants

- and -

2244039 ONTARIO INC. and 1526400 ONTARIO INC.

Respondents

**IN THE MATTER OF AN APPLICATION PURSUANT TO 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**

ANCILLARY RELIEF ORDER

THIS MOTION, made by **ALBERT GELMAN INC.** in its capacity as the receiver (the "**Receiver**"), without security, of all of the assets, undertakings and properties of 2244039 Ontario Inc. ("**224Co.**") and 1526400 Ontario Inc. ("**152Co.**") for an order, among other things, approving the sale transactions contemplated by asset purchase agreements between the Receiver and identified purchaser and various ancillary relief described in the First Report of the Receiver dated July 7, 2023 (the "**First Report**"), was heard this day by videoconference at 330 University Avenue, Toronto, Ontario.

ON READING the First Report and the Appendices and Confidential Appendices attached thereto, and on hearing the submissions of counsel for the Receiver and such other counsel who were present:

1. **THIS COURT ORDERS** that the First Report and the conduct and activities of the Receiver set out therein be and are hereby approved.
 2. **THIS COURT ORDERS** that only the Receiver, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way the approval of the Receiver's report detailed in paragraph 1 above.
 3. **THIS COURT ORDERS** that Confidential Appendices A, C and E to the First Report be and are hereby sealed until the closing of the sale of Cherrycrest Purchased Assets (as defined in the First Report) and that Confidential Appendices B, D and F to the First Report be and are hereby sealed until the closing of the sale of the Airport Road Purchased Assets (as defined in the First Report).
 4. **THIS COURT ORDERS** that the fees and disbursements of the Receiver for the period to June 27, 2023 as set out in the First Report, be and are hereby approved.
 5. **THIS COURT ORDERS** that the fees and disbursements of the Receiver's counsel, Paliare Roland Rothstein Rosenberg LLP and Wildeboer Dellelce LLP for the respective periods November 9, 2022 to June 30, 2023 and February 24, 2023 to June 30, 2023 all as set out in the First Report, be and are hereby approved.
 6. **THIS COURT ORDERS** that the Receiver is authorized, but not obligated, to make the Interim Distributions (as described and defined in the First Report).
 7. **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.
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Applicants

-and-

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PROCEEDING COMMENCED AT
TORONTO

ORDER

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