

Court File No. 32-2474820
Estate File No. 32-2474820

ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY & INSOLVENCY)
[COMMERCIAL LIST]

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A
PROPOSAL OF 1696306 ONTARIO INC., OF THE CITY OF
MISSISSAUGA IN THE PROVINCE OF ONTARIO**

MOTION RECORD OF 1696306 ONTARIO INC.
(returnable March 8, 2019)

February 28, 2019

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TO: THE ATTACHED SERVICE LIST

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ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY & INSOLVENCY)
[COMMERCIAL LIST]

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A
PROPOSAL OF SYNERGY STAMPING INC., OF THE CITY OF
MISSISSAUGA IN THE PROVINCE OF ONTARIO**

MOTION RECORD OF 1696306 ONTARIO INC.
(returnable March 8, 2019)

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TAB 1

Court File No. 32-2474820 / Estate File No. 32-2474820

**ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY & INSOLVENCY)
[COMMERCIAL LIST]**

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A
PROPOSAL OF 1696306 ONTARIO INC., OF THE CITY OF
MISSISSAUGA IN THE PROVINCE OF ONTARIO**

**NOTICE OF MOTION
(returnable March 8, 2019)**

1696306 Ontario Inc. (“**169 Co.**”) and Synergy Stamping Inc. (“**Synergy**” and together with 169 Co., the “**Companies**”) have each filed a Notice of Intention to Make a Proposal (an “**NOI**”) under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the “**BIA**”). 169 Co., in concert with Synergy, will make a motion to a judge presiding over the Commercial List on Friday, March 8, 2019 at 10:00 a.m., or as soon after that time as the motion can be heard, at 330 University Avenue, Toronto, Ontario.

PROPOSED METHOD OF HEARING: The motion is to be heard orally.

THE MOTION IS FOR:

1. an order, substantially in the form attached hereto as Schedule “A” including, *inter alia*:
 - (a) approving the administrative consolidation of the within NOI proceedings of 169 Co. with the NOI proceedings of Synergy (the “**Synergy Proceedings**”) bearing Court File No. 32-2474822 / Estate File No. 32-2474822.
2. such further and other relief as counsel may advise and this Court may permit.

THE GROUNDS FOR THE MOTION ARE:

Background

1. Synergy and 169 Co. are corporations incorporated and existing under the laws of the Province of Ontario;
2. on February 14, 2019, the Companies each filed an NOI under section 50.4 of the BIA, and Albert Gelman Inc. was named as the trustee under the NOIs (in such capacity, the “**Proposal Trustee**”);

Administrative Consolidation

3. the Companies are related and part of a united business enterprise fabricating, designing and manufacturing metal components used in commercial and industrial lighting;
4. the Companies share management and back office services;
5. the Companies share common creditors; and
6. additionally, the proposed Sales Process in these proceedings contemplates the sale of the entire business enterprise – i.e., the business of each Company – in a single transaction;

Consolidated Relief Sought by Synergy

7. on a concurrent motion in the Synergy Proceedings, Synergy is also seeking a consolidation order with these proceedings and, thereafter, various consolidated relief, which shall be addressed in such motion by Synergy;

Support of Proposal Trustee Other Grounds

8. the Proposal Trustee supports the relief being sought herein;
9. the other grounds set out in the Affidavit of Saifur Rahman sworn February 27, 2019 (the “**Rahman Affidavit**”), filed in the Synergy Proceedings;

10. the other grounds set out in the First Report of the Proposal Trustee, to be filed in the Synergy Proceedings (the “**First Report**”);
11. the Consolidated Practice Direction Concerning the Commercial List and the inherent and equitable jurisdiction of this Court;
12. rules 1.04, 2.03, 3.02 and 37 of the *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended; and
13. such further and other grounds as counsel may advise and this Court may permit.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the motion:

1. the Rahman Affidavit and the exhibits thereto;
2. the First Report and the appendices thereto; and
3. such further and other material as counsel may advise and this Court may permit.

Date: February 28, 2019

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TO: ATTACHED SERVICE LIST

TAB 1-A

SCHEDULE "A"

DRAFT ORDER

(Re: Consolidation with Synergy NOI Proceeding)

[see attached]

ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY & INSOLVENCY)
[COMMERCIAL LIST]

THE HONOURABLE) FRIDAY, THE 8th DAY
)
JUSTICE) OF MARCH, 2019

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A
PROPOSAL OF 1696306 ONTARIO INC., OF THE CITY OF MISSISSAUGA
IN THE PROVINCE OF ONTARIO

ADMINISTRATIVE CONSOLIDATION ORDER

THIS MOTION, made by 1696306 Ontario Inc. ("**169Co**"), for an order approving an administrative consolidation of the proposal proceedings of 169Co. and Synergy Stamping Inc. ("**Synergy**", and together with 169Co, the "**Companies**"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of Saifur Rahman sworn DATE, 2019 (the "**Rahman Affidavit**") and the exhibits thereto and the First Report of Albert Gelman Inc., in its capacity as the proposal trustee of the Companies (in such capacity, the "**Proposal Trustee**"), dated DATE, 2019 and the appendices thereto, and on hearing the submissions of counsel for the Companies, the Proposal Trustee, and such other counsel as were present, no one appearing for any other

person on the service list, although duly served as appears from the affidavit of service of Sandra Radanovic sworn DATE, 2019, filed,

1. **THIS COURT ORDERS** that the time for service and filing of the notice of motion and the motion record is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof

2. **THIS COURT ORDERS** that the proposal proceedings of each of Synergy (Estate No. 32-2474822) and 169Co (Estate No. 32-2474820) (together, the "**Proposal Proceedings**") are hereby administratively consolidated and the Proposal Proceedings are hereby authorized and directed to continue under the following joint title of proceedings:

Court File Nos. 32-2474820 and 32-2474822
Estate File Nos. 32-2474820 and 32-2474822

**IN THE MATTER OF THE NOTICES OF INTENTION TO MAKE
A PROPOSAL OF SYNERGY STAMPING INC. AND 1696306
ONTARIO LTD., OF THE CITY OF MISSISSAUGA, IN THE
PROVINCE OF ONTARIO.**

3. **THIS COURT ORDERS** that all further materials in the Proposal Proceedings shall be filed with the Commercial List only in the Synergy court and estate file, under Court File No. 32-2474822 and Estate File No. 32-2474822.

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A
PROPOSAL OF 1696306 ONTARIO INC., OF THE CITY OF
MISSISSAUGA, IN THE PROVINCE OF ONTARIO**

Court File No. 32-2474820
Estate File No. 32-2474820

**ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY & INSOLVENCY)
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Proceedings commenced at Toronto

NOTICE OF MOTION

(returnable March 8, 2019)

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Proceedings commenced at Toronto

MOTION RECORD OF 1696306 ONTARIO INC.

(returnable March 8, 2019)

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