

**ONTARIO SUPERIOR COURT
OF JUSTICE
(COMMERCIAL LIST)
(IN BANKRUPTCY AND INSOLVENCY)**

THE HONOURABLE
JUSTICE CONWAY

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TUESDAY, THE 5th DAY
OF JUNE, 2025

**IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*,
R.S.C. 1985, c. B-3, AS AMENDED**

**AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL
OF BOOKJANE INC., OF THE CITY OF TORONTO, IN THE PROVINCE OF
ONTARIO**

ANCILLARY RELIEF ORDER

THIS MOTION, made by BookJane Inc. (the "**Company**") for an order, *inter alia*, approving the Sale Process was heard this day by Zoom videoconference.

ON READING the motion record of the Company, the First Report of Albert Gelman Inc, in its capacity as the Company's proposal trustee (the "**Proposal Trustee**") dated May 15, 2025 and the appendices thereto (the "**First Report**"), and the Second Report of the Proposal Trustee dated June 2, 2025, and the appendices thereto (the "**Second Report**") and on hearing submissions of counsel for the Company, the Proposal Trustee, the Purchaser and those other parties listed on the counsel slip, no one else appearing for any other person although duly served as appears from the affidavit of Monika Gugu, filed:

SERVICE

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.

CAPITALIZED TERMS

2. **THIS COURT ORDERS** that, unless otherwise indicated or defined herein, capitalized terms used in this Order shall have the meaning given to them in the Second Report.

SALE PROCESS APPROVAL

3. **THIS COURT ORDERS** that the Sale Process conducted by the Company, as detailed in the First Report and Second Report, be and is hereby approved.

4. **THIS COURT ORDERS** that the Company, the Proposal Trustee and their respective affiliates, officers, directors, partners, employees, advisors, counsel and agents shall have no liability with respect to any and all losses, claims, damages or liability, of any nature or kind, to any person in connection with, as a result of or arising out of the Sale Process, except to the extent such losses, claims, damages or liabilities resulted from the gross negligence or willful misconduct of the Company and the Proposal Trustee, as applicable..

APPROVAL OF ACTIVITIES AND FEES

5. **THIS COURT ORDERS** that the First Report and Second Report and the activities of the Proposal Trustee set out therein are hereby approved, provided that only the Proposal Trustee, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

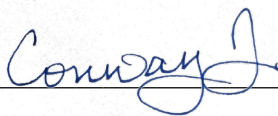
6. **THIS COURT ORDERS** that the fees and disbursements of the Proposal Trustee and the Proposal Trustee's counsel, as set out in the fee affidavits of Adam Zeldin and Danny Nunes, attached as Appendices F and G, respectively, to the Second Report, including the fee accruals detailed in the Second Report, are hereby approved.

GENERAL

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 Company and the Proposal Trustee 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 Proposal Trustee, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Company and the Proposal Trustee and its agents in carrying out the terms of this Order.

8. **THIS COURT ORDERS** that each of the Company and the Proposal Trustee shall be at liberty and are hereby empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

9. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01AM EST on the date of this Order and that it is enforceable without any need for entry and filing.



Court File No.: BK-25-03215064-0031

Estate File No.: 31-3215064

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PROCEEDINGS COMMENCED AT TORONTO

ANCILLARY RELIEF ORDER

(June 5, 2025)

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