

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE) WEDNESDAY, THE 9TH DAY
JUSTICE W.D. BLACK) OF OCTOBER, 2024

CAMERON STEPHENS MORTGAGE CAPITAL LTD.

Applicant

-and-

CONACHER KINGSTON HOLDINGS INC. and 5004591 ONTARIO INC.

Respondents

ORDER
(ANCILLARY RELIEF ORDER)

THIS MOTION, made by TDB Restructuring Limited, in its capacity as receiver and manager (in such capacity, the “**Receiver**”) without security, of lands and premises municipally known as 311 Conacher Drive, Kingston, Ontario (the “**Kingston Property**”) and 2849, 2851, 2853, 2855 and 2857 Islington Avenue, Toronto, Ontario (the “**Toronto Property**” and together with the Kingston Property, the “**Properties**”) for an order for ancillary relief in connection with an approval and vesting order, dated October 9, 2024, was heard this day at the courthouse at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion of the Receiver, the Second Report of the Receiver dated September 26, 2024 (the “**Second Report**”), and on hearing the submissions of counsel for the Receiver and the other parties listed on the counsel slip, no one appearing for any other party although duly served as appears from the Lawyer’s Certificate of Service of Douglas Montgomery, dated October 2, 2024:

A. Service

1. THIS COURT ORDERS that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated that this Motion is properly returnable today and hereby dispenses with further service thereof.

B. Fees, Receipts and Disbursements

2. THIS COURT ORDERS that the Receiver's Interim Statement of Receipts and Disbursements for the period from December 22, 2023, to September 18, 2024 be and is hereby approved.

3. THIS COURT ORDERS that the fees and disbursements of the Receiver and its legal counsel as described in the First Report, the fee affidavit of Arid Dhanani, sworn September 19, 2024, and the fee affidavit of Beatrice Loschiavo, sworn September 17, 2024 are hereby approved.

C. Sealing Order

4. THIS COURT ORDERS that:

(a) the summary of offers made in respect of the Kingston Property, being Confidential Appendix 1 to the Second Report; and

(b) the Agreement of Purchase and Sale (the "**APS**") between the Receiver and 2349891 Ontario Inc. (the "**Purchaser**"), dated August 13, 2024, being Confidential Appendix 2 to the Second Report;

shall be treated as confidential, sealed and not form part of the public court record until all conditions to closing the APS have been satisfied or waived by the Receiver and the

Purchaser and the Transaction (as defined in the APS) has been completed to the satisfaction of the Receiver.

D. General

5. THIS COURT ORDERS that the Second Report and the conduct and activities of the Receiver set out therein be and are hereby approved.

6. 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 that approval of the Second Report detailed in paragraph 5 above.

7. THIS COURT ORDERS that this Order and all of its provisions are effective as of 12:01 a.m. Toronto Time on the date of this Order and are enforceable without the need for entry and filing.



**CAMERON STEPHENS MORTGAGE
CAPITAL LTD.**

Applicant

CONACHER KINGSTON HOLDINGS INC., et al.

and Respondents

**Court File No. CV-23-00701672-
00CL**

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
APPLICATION UNDER 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**
Proceeding commenced at Toronto

**ORDER
(ANCILLARY RELIEF)**

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**Lawyers for the Receiver, TDB Restructuring
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