

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

THE HONOURABLE ) MONDAY, THE 23<sup>RD</sup>  
 )  
JUSTICE CONWAY ) DAY OF SEPTEMBER, 2024  
 )

B E T W E E N:

**EMPIRICAL CAPITAL CORP.**

Applicant

- and -

**RICHMOND HILL RE-DEV CORPORATION**

Respondent

**ORDER  
(Ancillary Relief and Discharge)**

**THIS MOTION**, made by TDB Restructuring Limited (“**TDB**”) in its capacity as the Court-appointed receiver (the “**Receiver**”) of the assets, undertakings and properties of Richmond Hill Re-Dev Corporation (the “**Debtor**”) including the real property known as 115 and 119 Church Street, and 64 and 72 Major Mackenzie Drive East, Richmond Hill, Ontario (collectively, the “**Property**”), *inter alia*:

- a) approving the First Report of the Receiver dated September 10, 2024 (the “**First Report**”) and the activities of the Receiver set out therein;
- b) approving the Statement of Receipts and Disbursements for the period from May 8, 2023 to August 15, 2024;

- c) approving the fees and disbursements of the Receiver and its counsel, Chaitons LLP (“**Chaitons**”);
- d) sealing the Confidential Appendix to the First Report; and
- e) terminating these proceedings and discharging the Receiver from the powers, duties and obligations upon the filing of the Receiver’s discharge certificate,

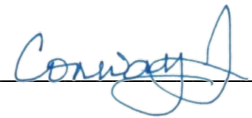
was heard this day by video conference.

**ON READING** the First Report and on hearing the submissions of counsel for the Receiver, and such other counsel in attendance at the motion, as shown on the Participant Information Form, filed:

1. **THIS COURT ORDERS** that the First Report and the conduct and activities of the Receiver as set out therein, be and are hereby approved; provided, however, 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 such approval.
2. **THIS COURT ORDERS** that the Receiver’s Statement of Receipts and Disbursements for the period from May 8, 2023 to August 15, 2024, appearing as Appendix “D” to the First Report, be and is hereby approved.
3. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and Chaitons, as set out in the First Report, the Affidavit of Bryan Tannenbaum sworn August 19, 2024 and the Affidavit of Veronica Cesario sworn September 9, 2024, are hereby approved.

4. **THIS COURT ORDERS** that upon the Receiver filing a certificate in the form attached hereto as **Schedule “A”**, the Receiver shall be discharged as Receiver, provided however that notwithstanding its discharge herein: (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, including the Remaining Duties (as defined in the First Report); and (b) the Receiver shall continue to have the benefit of the provisions of all orders made in this proceeding, including all approvals, protections and stay of proceedings in favour of TDB in its capacity as Receiver.

5. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of the date of this Order and enforceable without the need for entry or filing.

A handwritten signature in blue ink, appearing to read 'Conway J.', is written over a horizontal line.

**Schedule "A"**

Court File No. CV-23-00695238-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

B E T W E E N:

**EMPIRICAL CAPITAL CORP.**

Applicant

- and -

**RICHMOND HILL RE-DEV CORPORATION**

Respondent

**RECEIVER'S CERTIFICATE**

Pursuant to an Order of the Honourable Justice Conway dated September 23, 2024 (the "**Discharge Order**"), the Ontario Superior Court of Justice (Commercial List) ordered that TDB Restructuring Limited., in its capacity as the Court-appointed receiver (the "**Receiver**") of the assets, undertakings and properties of Richmond Hill Re-Dev Corporation, with such discharge to be effective upon the Receiver filing a certificate with this Court certifying that the Receiver has completed the activities described in the First Report of the Receiver dated September 10, 2024 (the "**First Report**").

**THE UNDERSIGNED HEREBY CERTIFIES** as follows:

In accordance with Paragraph 4 of the Discharge Order, the Receiver certifies that it has completed the activities described in the First Report.

This Certificate was delivered by the Receiver at \_\_\_\_\_ on \_\_\_\_\_, 2024.

**TDB Restructuring Limited, in its capacity as  
the Court-appointed Receiver, and not in its  
personal capacity**

Per: \_\_\_\_\_  
Name:  
Title:

EMPIRICAL CAPITAL CORP.

-and-

RICHMOND HILL RE-DEV CORPORATION

Applicant

Respondent

Court File No. CV-23-00695238-00CL

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

PROCEEDING COMMENCED AT  
TORONTO

**ORDER**

**CHAITONS LLP**

5000 Yonge Street, 10th Floor  
Toronto, Ontario M2N 7E9

**Harvey Chaiton** (LSO No. 21592F)

Tel: (416) 218-1129

E-mail: [harvey@chaitons.com](mailto:harvey@chaitons.com)

**Laura Culleton** (LSO No. 82428R)

Tel: (416) 218-1128

E-mail: [laurac@chaitons.com](mailto:laurac@chaitons.com)

**Lawyers for the Receiver, TDB Restructuring Limited**