



SUPERIOR COURT OF JUSTICE

ENDORSEMENT

COURT FILE NO.: CV-23-00710361-00CL DATE: April 24, 2025

NO. ON LIST: 5

TITLE OF PROCEEDING: **AFC MORTGAGE ADMINISTRATIVE INC. et al v. SUNRISE ACQUISITIONS (STAYNER) INC. et al**

BEFORE: **JUSTICE J. DIETRICH**

PARTICIPANT INFORMATION

For Plaintiff, Applicant, Moving Party:

Name of Person Appearing	Name of Party	Contact Info
Jonathan Kulathungam	AFC MORTGAGE ADMINISTRATIVE INC. et al	jkulathungam@teplitskyllp.com

For Defendant, Respondent, Responding Party:

Name of Person Appearing	Name of Party	Contact Info

Other:

Name of Person Appearing	Name of Party	Contact Info
Bryan Tannenbaum	TDB RESTRUCTURING LIMITED	btannenbaum@tdbadvisory.ca
Ryan Shah	Counsel for Receiver -TDB RESTRUCTURING LIMITED	Ryan.shah@paliarerland.com

ENDORSEMENT OF JUSTICE J. DIETRICH:

[1] TDB Restructuring Limited as court-appointed receiver (the “**Receiver**”), of all of the assets, undertakings and properties of Sunrise Acquisitions (Stayner) Inc. and 2846862 Ontario Inc. (collectively, the “**Debtors**”) seeks an order:

- a. authorizing the Receiver to pay the Tatham Holdback as established pursuant to the Order of Justice Black dated October 7, 2024 to Tatham Engineering Limited (“**Tatham**”);
- b. approving the Second Report of the Receiver dated April 9, 2025 (the “**Second Report**”), the statement of receipts and disbursements attached thereto (the “**SRD**”) and the Receiver’s activities described therein;
- c. approving the fees and disbursements of the Receiver and its counsel as detailed in the Fee Affidavits appended to the Second Report as well as Estimated Fees in the amount of \$22,500 plus HST to complete administration of the estate;
- d. discharging the Receiver upon the filing of a certificate with the Court certifying that all outstanding matters in these receivership proceedings have been completed to the satisfaction of the Receiver (the “**Discharge Certificate**”); and
- e. releasing and discharging the Receiver from any and all liabilities arising out of, its acts or omissions while acting as Receiver, save and except for any gross negligence or willful misconduct.

[2] No objections to any of the relief sought were raised today.

[3] Defined terms not otherwise defined herein have the meaning provided for in the Receiver's factum filed in support of this motion.

[4] When the Tatham Holdback was established, Tatham had not advised the Receiver of its position on the priority of the Tatham Lien vis-à-vis the Brexit Mortgage in respect of the Simcoe Property. Accordingly, given the uncertainty concerning the validity, quantum and priority of the Tatham Lien, the Receiver was directed by court order to maintain the Tatham Holdback in the amount \$5,127.70 pending agreement between Tatham and Brexit or further order of the Court.

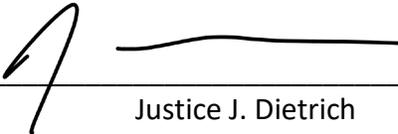
[5] Brexit and Tatham have since advised the Receiver that they consent to the payment of the Tatham Holdback to Tatham. Accordingly, the Receiver's request for an order directing it to make this payment to Tatham is appropriate in the circumstances and is hereby approved.

[6] The Receiver is seeking approval of the Second Report including the SRD attached thereto and the activities of the Receiver set out therein. The activities of the Receiver described in its Second Report were necessary and undertaken in good faith and are approved, as is the SRD. The order sought contains the usual caveat that only the Receiver may rely on such approval.

[7] The fees and disbursements of the Receiver and its legal counsel, including the Estimated Fees in respect of the estimated costs to complete as set out in the Second Report and attached fee affidavits are also reasonable in the circumstances and are approved.

[8] The proposed Discharge Order authorizes the Receiver to issue the Discharge Certificate following the completion of the Receiver's Remaining Duties. I am satisfied that the discharge of the Receiver is appropriate given that, subject to the Remaining Duties, the administration of the Receiver's mandate will be complete. The proposed releases are consistent with the releases granted by this Court in other receivership proceedings and include the standard carve outs for gross negligence or willful misconduct.

[9] Order to go in the forms signed by me this day.


Justice J. Dietrich

April 24, 2025