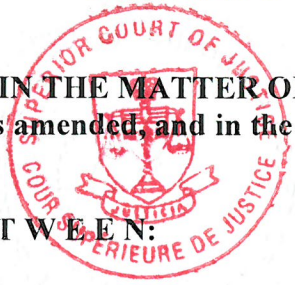


**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

THE HONOURABLE ) WEDNESDAY, THE 11TH DAY  
JUSTICE *CONWAY* )  
DAY OF DECEMBER, 2019

**IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43,  
as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*,  
R.S.C. 1985, c. B-3, as amended**

**B E T W E E N:**



**LAURENTIAN BANK OF CANADA**

Applicant

- and -

**RSV INVESTMENTS INC., BLACK ANGUS FREEZER BEEF (2005) LTD.,  
BLACK ANGUS FINE MEATS & GAME INC. and SEAN DEER ENTERPRISES LTD.**

Respondents

**ORDER  
(Approval of Sale of Assets and Other Relief)**

**THIS MOTION** made by RSM Canada Limited (“**RSM**”), in its capacity as Court-appointed receiver and manager (in such capacity, the “**Receiver**”) of Black Angus Freezer Beef (2005) Ltd. (“**Freezer Beef**”), Black Angus Fine Meats & Game Inc. (“**Fine Meats**”), RSV Investments Inc. (“**RSV**” and together with Freezer Beef and Fine Meats, the “**Black Angus Group**”) and certain real property owned by Sean Deer Enterprises Ltd. (“**Sean Deer**”), for an order approving the activities and fees of the Receiver and its counsel, Thornton Grout Finnigan LLP (“**TGF**”), among other relief described herein, was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Receiver's Motion Record, including the First Report of the Receiver dated December 3, 2019 (the "**First Report**"), the Supplemental Report of the Receiver dated December 9, 2019 (the "**Supplemental Report**"), and on hearing the submissions of counsel for the Receiver, and such other counsel as were present, *Mr. Kelly and Don and Maureen Henderson in attendance and ✓* no one else appearing for any other person on the service list, although duly served as it appears from the Affidavit of Service of Roxana G. Manea sworn December 9, 2019 and the Affidavit of Service of Puya Fesharaki sworn December 10, 2019, filed,

### **SERVICE**

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

### **APPROVAL OF AUCTION AGREEMENT**

2. **THIS COURT ORDERS AND DIRECTS** the Receiver to enter into the Danbury Agreement (as defined in the First Report) and to perform its obligations thereunder.

### **APPROVAL OF ACTIVITIES AND PROFESSIONAL FEES**

3. **THIS COURT ORDERS** that the First Report, the Supplemental Report and all of the conduct and activities of the Receiver described therein are hereby ratified and approved.

4. **THIS COURT ORDERS** that the professional fees and disbursements of the Receiver for (i) the period ending October 15, 2019 in the amount of \$124,193.68 plus HST of \$16,146.19 for a total of \$140,339.87 as set out in the Affidavit of Arif Dhanani sworn December 3, 2019

and attached as Appendix “R” to the First Report, and (ii) for the period from October 16, 2019 to November 15, 2019 in the amount of \$111,144.73 plus HST of \$14,448.82 for a total of \$125,593.55 as set out in the Affidavit of Arif Dhanani dated December 9, 2019 and attached as Appendix “A” to the Supplemental Report, are hereby approved.

5. **THIS COURT ORDERS** that the professional fees and disbursements of TGF for the period ending November 15, 2019, being \$59,765.00 in fees, \$1,391.48 in disbursements and \$7,917.63 in taxes for a total of \$69,074.11 as set out in the Affidavit of Puya Fesharaki sworn December 3, 2019 and attached as Appendix “S” to the First Report, are hereby approved.

#### **APPROVAL OF CBRE LISTING AGREEMENTS**

6. **THIS COURT AUTHORIZES AND DIRECTS** the Receiver to enter into a real estate listing agreement with CBRE Limited for the sale of the Thornbury Property (as defined in the First Report) and to perform its obligations thereunder.

7. **THIS COURT AUTHORIZES** the Receiver to enter into a real estate listing agreement with CBRE Limited for the sale of the MacTier Property (as defined in the First Report) on terms acceptable to the Applicant and to perform its obligations thereunder.

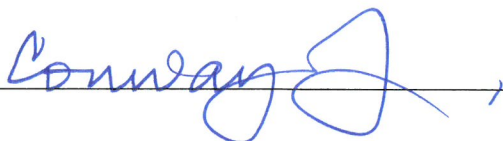
#### **SEALING OF CONFIDENTIAL APPENDICES**

8. **THIS COURT ORDERS** that Confidential Appendices 1 through 4 to the First Report and Confidential Appendices 1 through 3 to the Supplemental Report shall be and are hereby sealed, kept confidential and shall not form part of the public record pending further Order of this Court.

**MISCELLANEOUS RELIEF**

9. **THIS COURT ORDERS AND DIRECTS** Storage on Site to immediately return any Property (as defined in the Order of this Court dated September 18, 2019, the “**Appointment Order**”) of the Black Angus Group in its possession or control to the Receiver.

10. **THIS COURT ORDERS** that the reference to “Black Angus Beef (2005) Ltd.” in the preamble of the Appointment Order be deleted in its entirety and replaced with “Black Angus Freezer Beef (2005) Ltd.”.

  
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ENTERED AT / INSCRIT À TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO:

DEC 11 2019

PER / PAR:



IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended

**LAURENTIAN BANK OF CANADA**

- and -

Applicant

**RSV INVESTMENTS INC., BLACK ANGUS FREEZER BEEF (2005) LTD., BLACK ANGUS FINE MEATS & GAME INC. and SEAN DEER ENTERPRISES LTD.**

Respondents

Court File No. CV-19-626953-00CL

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

Proceedings commenced at Toronto, Ontario

**ORDER  
(Approval of Sale of Assets and Other Relief)**

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Lawyers for the Receiver