

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE	)	WEDNESDAY, THE 29TH
	)	
JUSTICE J. DIETRICH	)	DAY OF OCTOBER, 2025

B E T W E E N:

KING CAPITAL MORTGAGE INVESTMENT CORPORATION

Applicant

- and -

2353110 ONTARIO LIMITED

Respondent

ANCILLARY RELIEF ORDER

THIS MOTION, made by TDB Restructuring Limited in its capacity as the Court-appointed receiver (the "**Receiver**") of the lands and premises known municipally as 137 Berkeley Street, Toronto, Ontario (the "**Real Property**") and owned by 2353110 Ontario Limited (the "**Debtor**"), for an order, among other things:

- (a) approving the activities of the Receiver as set out in the first report of the Receiver dated October 16, 2025 (the "**First Report**");
- (b) discharging TDB Restructuring Limited as Receiver of the Real Property;
- (c) releasing TDB Restructuring Limited from any and all liability;
- (d) approving the Interim R&D;

- (e) sealing the confidential appendices to the First Report;
- (f) approving the Distributions; and
- (g) approving the fees and disbursements of the Receiver and its counsel,

was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the First Report and on hearing the submissions of counsel for the Receiver and the other parties listed on the counsel slip including, in particular, opposition from Jason Bogle, no one else appearing although served as evidenced by the Lawyer's Certificate of Ryan Shah, dated October 17, 2025,

A. General

1. THIS COURT ORDERS that capitalized terms not otherwise defined in this Order shall have the definitions given to them in the First Report.
2. THIS COURT ORDERS that the time for service and filing of the Notice of Motion and Motion Record is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

B. Approval of fees, disbursements and activities

3. THIS COURT ORDERS that the First Report, the conduct and activities of the Receiver set out therein and the Interim R&D are hereby approved provided 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 the approval of the First Report and the Interim R&D.
4. THIS COURT ORDERS that the fees and disbursements of the Receiver and its counsel set out in the First Report, the fee affidavit of Bryan Tannenbaum dated October

16, 2025, the fee affidavit of Davina Mounsey dated October 15, 2025 and the fee affidavit of Joseph Fried dated October 16, 2025 are hereby approved.

C. *Distribution*

5. THIS COURT ORDERS that the Receiver is authorized and directed to pay the Proceeds, and any other monies that may come into its hands, in accordance with the scheme of the Distributions described in the First Report.

6. THIS COURT ORDERS that notwithstanding anything else contained in this Order, each of the payments and distributions provided for in this Order shall be made free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of The Honourable Justice J. Dietrich made on February 26, 2025, and (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* or any other personal property registry system or real property registry system.

7. THIS COURT ORDERS that the Receiver or any other person facilitating payments and distributions pursuant to this Order shall be entitled to deduct and withhold from any such payments or distributions such amounts as may be required to be deducted or withheld under any applicable law and to remit such amounts to the appropriate governmental authority or other person entitled thereto as may be required by such law.

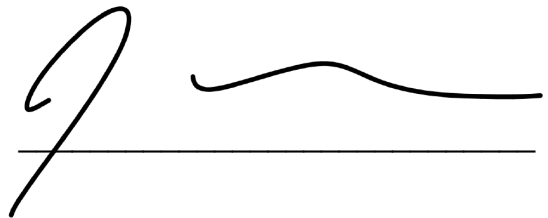
To the extent that amounts are so withheld or deducted and remitted to the appropriate governmental authority or other person entitled thereto, such withheld or deducted amounts shall be treated for all purposes as having been paid pursuant to this Order.

D. Sealing Order

8. THIS COURT ORDERS that Confidential Appendix 1 and Confidential Appendix 2 to the First Report shall be treated as confidential, sealed and not form part of the public court record until the Transaction is completed to the satisfaction of the Receiver or until further order of the Court.

E. Adjournment

9. THIS COURT ORDERS that the Receiver's motion for discharge and release, as described in paragraphs (b)(viii) and (ix) of the Notice of Motion of the Receiver, is hereby adjourned *sine die*.

A handwritten signature in black ink, consisting of a large, stylized 'J' followed by a horizontal line that extends to the right.

**KING CAPITAL MORTGAGE
INVESTMENT CORPORATION**
Applicant

-and- **2353110 ONTARIO LIMITED**
Respondent

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