



ONTARIO SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

**COUNSEL/ENDORSEMENT SLIP**

COURT FILE NO.: CV-25-00741261-00C

DATE: February 19, 2026

NO. ON LIST: 3

TITLE OF PROCEEDING: MARSHALLZEHR GROUP INC. v. 2301402 ONTARIO LIMITED et al

BEFORE: JUSTICE J. DIETRICH

**PARTICIPANT INFORMATION**

**For Plaintiff, Applicant, Moving Party:**

Name of Person Appearing	Name of Party	Contact Info
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**For Defendant, Respondent, Responding Party:**

Name of Person Appearing	Name of Party	Contact Info
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**For Other, Self-Represented:**

Name of Person Appearing	Name of Party	Contact Info
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**ENDORSEMENT OF JUSTICE J. DIETRICH:**

[1] TDB Restructuring Limited (“**TDB**”), as court-appointed receiver (the “**Receiver**”) of the assets of 2301402 Ontario Limited (the “**Company**”) and Jake’s House Community Residences (collectively, the “**Debtors**”) seeks two orders.

[2] Defined terms used but not otherwise defined herein have the meaning set out in the factum of the Receiver filed for use on this motion.

[3] First, an approval and reverse vesting order (the “**ARVO**”) is sought:

- a. approving the subscription agreement dated February 10, 2026 (the “**Subscription Agreement**”) among the Receiver and Dementia Care Holdings Inc. (the “**Purchaser**”), and the transactions contemplated thereby (the “**Transaction**”) by way of reverse vesting transaction;
- b. Sealing the Confidential Appendices to the Second Report of the Receiver dated (the “**Second Report**”);
- c. authorizing the Receiver to file an assignment into bankruptcy on behalf of ResidualCo.; and
- d. granting certain protections to the first director and officer of ResidualCo.

[4] Second, an ancillary order (the “**Ancillary Order**”) is sought:

- a. approving the Second Report and the activities of the Receiver set out therein, including the interim statement of receipts and disbursements attached thereto;
- b. approving the fees and disbursements of the Receiver and its legal counsel including certain fee accruals;
- c. approving an interim distribution of the proceeds of the Transaction as set out in the Second Report; and
- d. releasing and discharging TDB as receiver upon completion of the Transaction, the distribution and other remaining activities.

[5] During the hearing, counsel for the Receiver advised me that although Canada Revenue Agency (“**CRA**”) was not served, yesterday, the Receiver reached to CRA, who advised they did not take any position on the motion. However, I have some concerns with the level of information provided to me, which include, as expressed at today’s hearing, the status of tax liabilities and treatment of employees (or former employees) of the Company. In the circumstances, the matter is adjourned until tomorrow, **February 20, 2026 at 10:30 am** to provide the Receiver with time to file additional material.



Date: Feb 19, 2026

Justice J. Dietrich