

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

THE HONOURABLE ) TUESDAY, THE 12<sup>th</sup>  
JUSTICE CAVANAGH )  
DAY OF DECEMBER, 2023

BETWEEN:

**GENESIS MORTGAGE INVESTMENT CORPORATION**

Applicant

-and-

**1776411 ONTARIO LTD. and 1333 WEBER STREET KITCHENER LP**

Respondents

**IN THE MATTER OF AN APPLICATION UNDER SUBSECTION 243(1) OF THE  
BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, c. B-3, AS AMENDED, AND  
SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, c. C. 43, AS AMENDED**

**APPROVAL ORDER  
(Sale Process)**

**THIS MOTION** by KSV Restructuring Inc. in its capacity as receiver and manager of 1776411 Ontario Ltd. and 1333 Weber Street Kitchener LP (the “**Receiver**”) for an Order (i) approving of the activities and proposed activities described in the Receiver’s first report dated December 4, 2023 (the “**First Report**”), (ii) approving the proposed marketing and sale process for the property municipally known as 1333 Weber Street East in Kitchener, Ontario (the “**Real**

**Property**”), as described in the First Report, (iii) amending the appointment order of Justice Cavanagh dated October 12, 2023 (the “**Receivership Order**”) by increasing to \$2,000,000 the amount the Receiver is authorized to borrow, and (iv) sealing the summary of realtor proposals attached as Confidential Appendix “1” to the First Report pending completion of a sale of the Real Property, or until further Order of this Court (whichever is earlier), was heard this day via Zoom videoconference.

**ON READING** the First Report, and the appendices thereto, and upon hearing submissions of counsel for the Receiver, the Applicant, Computershare Trust Company of Canada, CMLS Financial Ltd., CorFinancial Corp., Westmount Guarantee Services Inc., and the Respondents, no one else appearing, although duly served as set out in the affidavits of service of Chad Kopach sworn December 6, 2023, filed.

### **SERVICE**

1. **THIS COURT ORDERS** that the time for service of the Receiver’s Notice of Motion dated December 4, 2023 (the “**NOM**”), and related motion material filed in support of that NOM (the “**Motion Material**”) be and is hereby abridged, that service of the NOM and Motion Material is hereby validated, and that further service thereof is hereby dispensed with.

### **REPORT APPROVAL**

2. **THIS COURT ORDERS** that the First Report, and the actions of the Receiver described therein, be and are hereby approved.

### **SALE PROCESS APPROVAL**

3. **THIS COURT ORDERS** that the marketing and sale process set out in paragraphs 3.2.1 through 3.2.3, inclusive, of the First Report (the “**Sale Process**”) be and is hereby approved. The Receiver is hereby authorized to carry out the Sale Process and to take such steps as it considers necessary or desirable in carrying out its obligations thereunder, including authorizing the Receiver to enter into a realtor listing agreement as set out in the First Report, all subject to prior approval of this Court being obtained before completion of any sale transaction under the Sale Process.
4. **THIS COURT ORDERS** that the Receiver and its affiliates, partners, directors, officers, employees, legal advisors, representatives, agents and controlling persons shall have no liability with respect to any and all losses, claims, damages or liabilities of any nature or kind to any person in connection with or as a result of the Receiver performing its duties under the Sale Process, except to the extent such losses, claims, damages or liabilities arise or result from the gross negligence or wilful misconduct of the Receiver, as determined by this Court in a final order that is not subject to appeal or other review.
5. **THIS COURT ORDERS** that the Receiver may apply to the Court for directions with respect to the Sale Process at any time on at least seven (7) days’ notice to the service list established in this proceeding or such other notice as directed or permitted by the Court.

## **PIPEDA**

6. **THIS COURT ORDERS** that, pursuant to clause 7(3)(c) of the *Personal Information Protection and Electronic Documents Act*, S.C. 2000, c. 5 and any similar legislation in any other applicable jurisdictions the Receiver is hereby authorized and permitted to disclose and provide to its agents and any potential purchasers in the Sale Process personal information of identifiable individuals, but only to the extent required to negotiate or attempt to complete a transaction pursuant to the Sale Process (a “**Transaction**”). Each person to whom such personal information is disclosed shall maintain and protect the privacy of such information and limit the use of such information to its evaluation for the purpose of effecting a Transaction, and, if it does not complete a Transaction, shall return all such information to the Receiver or, in the alternative, destroy all such information and provide confirmation of its destruction to the Receiver. Any purchaser under a Transaction shall maintain and protect the privacy of such information and, upon closing of a Transaction, shall be entitled to use the personal information provided to it in a manner that is in all material respects identical to the prior use of such information by the Respondents, and shall return all other personal information to the Receiver, or ensure that all other personal information is destroyed and provide confirmation of its destruction to the Receiver.

## **BORROWING INCREASE**

7. **THIS COURT ORDERS** that paragraph 21 of the Appointment Order be and same is hereby amended to increase the amount the Receiver is authorized to borrow to \$2,000,000.

**SEALING ORDER**

8. **THIS COURT ORDERS** that Confidential Appendix “1” to the First Report, being the Receiver’s summary of proposals received from realtors to list the Real Property for sale (the “**Confidential Appendix**”), shall be sealed, kept confidential and not form part of the public record, but rather shall be placed, separate and apart from all other contents of the Court file, in a sealed envelope attached to a notice that sets out the title of these proceedings and a statement that the contents are subject to a sealing order.
  
9. **THIS COURT ORDERS** that the Confidential Appendix shall remain under seal and kept confidential until the completion of a sale of the Real Property, or until further Order of the Court.

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**GENESIS MORTGAGE INVESTMENT CORPORATION**  
Applicant

and

**1776411 ONTARIO LTD. et al.**  
Respondents

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

Proceeding commenced at Toronto

**APPROVAL ORDER  
(Sale Process)**

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in its capacity as Court-appointed Receiver