

Court File Number: 31-2413442

Superior Court of Justice  
Commercial List 31-2413442

**FILE/DIRECTION/ORDER**

Re: 2301132 / 2309840 Ont Inc.

AND Plaintiff(s)

Defendant(s)

Case Management  Yes  No by Judge: \_\_\_\_\_

Counsel	Telephone No:	Facsimile No:
(see attached)		

- Order  Direction for Registrar (No formal order need be taken out)
- Above action transferred to the Commercial List at Toronto (No formal order need be taken out)
- Adjourned to: \_\_\_\_\_
- Time Table approved (as follows):

Order sought is unopposed. order shall go as per draft filed & signed. ✓  
 ✓ I have reviewed it w/ counsel. The proposed stalking horse SISP is reasonable as <sup>it</sup> ~~is~~ the best per provisions. A sealing order also makes sense as the Sierra Club principles are met - Parties <sup>attached in</sup> have also agreed.

15 Oct 18.  
Date

[Signature]  
Judge's Signature

Additional Pages one

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Judges Endorsment Continued

to have the Proposal Fee post  
on its website, the attached  
Schedule A

*McE...*

Schedule A

Clarification to Bidding Procedures re: 2301132 Ontario Inc. and 2309840 Ontario Inc.<sup>1</sup>

Purchase Price	\$6.7 million, before taxes
Purchase price for Option Assignment	\$300,000, before taxes
Purchased Assets do not include the Option Agreement which is held by 2491324 Ontario Inc.	Section 8.5 of the Stalking Horse APS states that "The obligation of the Purchaser and the Vendors to complete the Transaction is subject to and conditional upon the Option Holder's execution and delivery to the Purchaser of the Option Assignment duly acknowledged by Credit Temple Corporation, which condition may be waived in whole or in part by written agreement of the Vendors and the Purchaser prior to Closing."
Qualified bid, minimum	<p>\$6.975 million, before taxes, excluding value for the Option Agreement which is set at \$300,000.</p> <p>The \$6.975 million is comprised of:</p> <ul style="list-style-type: none"> <li>• the Stalking Horse Bid (\$6.7 million);</li> <li>• the break fee (\$175,000);</li> <li>• the expense reimbursement (\$50,000);</li> <li>and</li> <li>• the initial minimum bid increment (\$50,000).</li> </ul>

<sup>1</sup> Defined terms have the meaning provided to them in the Stalking Horse Agreement of Purchase and Sale between 2309840 Ontario Inc., 2301132 Ontario Inc. and E. Manson Investments Limited (the "Stalking Horse APS").