

Court File Number: CV - 12 - 9757 - 009

Superior Court of Justice
Commercial List

FILE/DIRECTION/ORDER

Allied
Plaintiff(s)
AND
Defendant(s)

Case Management ☐ Yes ☐ No by Judge: _____

Counsel	Telephone No:	Facsimile No:

- ☐ 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):

The motion was not opposed.
Chapter 11 proceedings are ongoing in the United
States Bankruptcy Court for the District of Delaware
under the supervision of the Honorable
Christopher S. Pontchi.
On September 17, 2013 the US Court issued
the "US Jack Cooper Sale Approval Order"
Allied Systems Holdings, Inc ("Allied US") as Foreign
Representative does recognize of this Order

Oct 10, 2017
Date


Judge's Signature

☒ Additional Pages 176

Superior Court of Justice
Commercial List

FILE/DIRECTION/ORDER

Judges Endorsment Continued

in accordance with the provisions of s49 of the CCAA
Approval is also sought in respect of the "Canadian
JCT Pledged Assets and a vesting of the assets
absolutely in Jack Cooper.

Approval is also sought for the assignment
to Jack Cooper of the "Canadian JCT Assigned
Contracts".

On September 30, 2013 the US Court issued the
"US First Lien Agent Sale Approval Order".
The Foreign Representative seeks recognition of this
Order, again in accordance with s49 of the CCAA.
Approval is also sought for the sale of
the "Canadian Excluded Assets" and vesting
these assets in New Co.

Approval is also sought for the assignment
of "Canadian Assigned Contracts".

It is noted that documents referred to
in this endorsement are fully set out

Superior Court of Justice
Commercial List

FILE/DIRECTION/ORDER

Judges Endorsment Continued

in the comprehensive factum filed by
counsel to Allied.

The transactions that have been approved
by the US Court still leave a substantial
shortfall to the First Lien Holders. The First
Lien Holders support the transactions. Subordinate
creditors have no economic interests.

The interests of UNIFORM and the Insurer of
Canadian Auto Carriers & Logistics Pension Plan
have been addressed in a satisfactory
manner such that these parties are
not opposed. In this respect, it is
noted that paragraph 256 of the
Purchase Agreement Order of September 17, 2013
issued by Judge Souda reads:

56 ~ Pursuant to Section 6.1 of the Agreement,
the Employment Offering Purchaser Entity

Superior Court of Justice
Commercial List

FILE/DIRECTION/ORDER

Judges Endorsment Continued

has agreed to assume any and all obligations and responsibilities of Allied Canada as a result of the application of Section 44 of the Canada Labour Code.

In addition, counsel to Unifor, as presented to the CHW-Leader, supports the granting of the Order. However, as set out in the Affidavit of Robert Szollosy, there are a number of issues that have been raised by UNIFOR that are not specifically addressed in any of the documents relating to the Judicial Review. As such, UNIFOR is reserving its rights with respect to the bringing of any actions or applications in the appropriate forum to protect the interests of Unifor and its current and related members under the Canada Labour Code, the Collective Agreement,

Superior Court of Justice
Commercial List

FILE/DIRECTION/ORDER

Judges Endorsment Continued

or with respect to: past practices, past arbitral decisions, and/or any other applicable express or implied agreements, including with respect to the payment of severance pay currently owing to its members on lay-off.

Having reviewed the record and hearing submissions, I am satisfied that it is appropriate and necessary to recognize and give full force and effect to the US Jack Cooper Sill Approval Order and the US First Union Agent Sill Approval Order, as well as the related ^{relief} requested in respect of both orders. Although there may be certain differences in US practices ~~practices~~ and the form of Order from Canadian practices and form of Order, such differences do not raise any public policy

Court File Number: _____

Superior Court of Justice
Commercial List

FILE/DIRECTION/ORDER

Judges Endorsment Continued

issues or any other area of concern
for me.

The motion is therefore granted, and two
Orders have been signed to give effect
to the foregoing. The orders have been
signed in the form presented.

[subject to
edit if typed]

[Signature]