



Court File No. CV-25-00098804-0000

**ONTARIO
SUPERIOR COURT OF JUSTICE**

THE HONOURABLE

)

FRIDAY, THE 21st

JUSTICE MEW

)

DAY OF MARCH, 2025

)

BETWEEN:

CMLS FINANCIAL LTD.

Applicant

-and-

ASHCROFT URBAN DEVELOPMENTS INC.

Respondent

**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 Approval)**

THIS MOTION by KSV Restructuring Inc. in its capacity as receiver and manager of the undertakings, assets and properties of the Respondent Ashcroft Urban Developments Inc. (“**AUDI**”), acquired for, or used in relation to the business carried on by AUDI (in such capacity, the “**Receiver**”), for an Order (i) approving of the activities and proposed activities described in the Receiver’s first report dated March 13, 2025 (the “**First Report**”), (ii) approving the proposed marketing and sale process for the properties municipally known as 101 Queen Street and 110

Sparks Street, Ottawa, Ontario (the “**Real Property**”), as described in the First Report, and (iii) 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, and the Respondents, no one else appearing, although duly served as set out in the affidavits of service of Chad Kopach sworn March 14, 2025, filed.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Receiver’s Notice of Motion dated March 14, 2025 (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; provided, however, 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 such approval.

SALE PROCESS APPROVAL

3. **THIS COURT ORDERS** that the marketing and sale process set out in paragraphs 3.2.1 and 3.2.2 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, 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

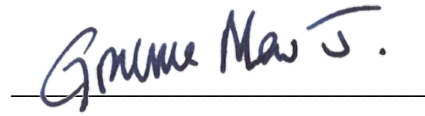
information of identifiable individuals, but only to the extent required to negotiate or attempt to complete a transaction pursuant to the Sale Process (a “**Transaction**”). Each person to whom such personal information is disclosed shall maintain and protect the privacy of such information and limit 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.

SEALING ORDER

7. **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.

8. **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.

Date of issuance: April 7th, 2025

A handwritten signature in dark ink, appearing to read "G. Mew J.", is written over a horizontal line.

Mew J.

CMLS FINANCIAL LTD.
Applicant

and

ASHCROFT URBAN DEVELOPMENTS INC.
Respondent

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at Ottawa

**APPROVAL ORDER
(Sale Process Approval and Sealing Order)**

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in its capacity as Court-appointed Receiver