

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE) THURSDAY, THE 5th DAY
)
JUSTICE DIETRICH) OF NOVEMBER, 2020

IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3 AS AMENDED

AND IN THE MATTER OF CERTAIN PROCEEDINGS TAKEN IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE WITH RESPECT TO CELADON GROUP, INC. AND THE AFFILIATED DEBTORS LISTED IN FOOTNOTE "1" HERETO¹

APPLICATION OF CELADON GROUP, INC. PURSUANT TO PART XIII OF THE *BANKRUPTCY AND INSOLVENCY ACT* AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, C. c.-43, AS AMENDED

ANCILLARY ORDER

THIS MOTION, made by KSV Restructuring Inc.², in its capacity as Court-appointed receiver (in such capacity, the "**Receiver**") of the Property (as defined in the Supplemental Order dated January 23, 2020, the "**Supplemental Order**") of Celadon Group Inc. and the affiliated debtors listed in footnote "1" hereto (the "**Chapter 11 Debtors**") pursuant to Section 272 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the "**BIA**"), and Section 101 of the *Courts of Justice Act*, R.S.O. 1990, C. c.-43, as amended, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Sixth Report of the Receiver dated October 30, 2020 (the "**Sixth Report**") and the appendices thereto, and on hearing the submissions of counsel for the Receiver, counsel for Celadon Group,

¹ In addition to Celadon, the Chapter 11 Debtors are AR Management Services, Inc., Bee Line, Inc., Celadon Canadian Holdings, Limited ("CCHL"), Celadon E-Commerce, Inc., Celadon International Corporation, Celadon Logistics Services, Inc., Celadon Mexicana, S.A. de C.V., Celadon Realty, LLC, Celadon Trucking Services, Inc., Distribution, Inc., Eagle Logistics Services Inc., Hyndman Transport Limited ("Hyndman"), Jaguar Logistics, S.A. de C.V., Leasing Servicios, S.A. de C.V., Osborn Transportation, Inc., Quality Companies LLC, Quality Equipment Leasing, LLC, Quality Insurance LLC, Servicios Corporativos Jaguar, S.C., Servicios de Transportacion Jaguar, S.A. de C.V., Stinger Logistics, Inc., Strategic Leasing, Inc., Taylor Express, Inc., Transportation Insurance Services Risk Retention Group, Inc., and Vorbas, LLC

² KSV Kofman Inc. was the entity appointed as receiver in these proceedings. Effective August 31, 2020 KSV Kofman Inc. changed its name to KSV Restructuring Inc.

Inc. in its capacity as foreign representative (the "**Foreign Representative**") and such other counsel as were present, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Aiden Nelms sworn November 2, 2020, filed,

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and that further service thereof is hereby dispensed with.

DELETION FROM TITLE

3. **THIS COURT ORDERS** the Land Registry Office for the Land Titles Division of Waterloo (No. 58) is hereby authorized and directed to delete and expunge from title to PIN NO.: 03848-0178 (LT) PT LT 30 CON 11 NORTH DUMFRIES; PT RDAL BTN CON 10 & 11 NORTH DUMFRIES CLOSED BY 58G710; AS IN WS707023, EXCEPT PT 1, 58EX470; TOWNSHIP OF NORTH DUMFRIES the certificate of action/construction lien bearing Reg. No. WR1247677 registered in favour of Siemens Canada Limited.

REPORTING REQUIREMENTS

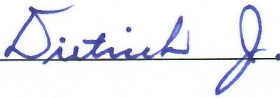
4. **THIS COURT ORDERS** that paragraph 19(c) of the Supplemental Order is hereby amended to replace the reference to "two months" with "four months".

GENERAL

9. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver, the Chapter 11 Debtors, the Foreign Representative and their respective counsel and agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies

are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, the Chapter 11 Debtors and the Foreign Representative as may be necessary or desirable to give effect to this Order or to assist the Receiver, the Chapter 11 Debtors, the Foreign Representative and their respective counsel and agents in carrying out the terms of this Order.

10. **THIS COURT ORDERS** that each of the Receiver, the Chapter 11 Debtors and the Foreign Representative be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.



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SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

ANCILLARY ORDER

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Court-appointed receiver and not in its personal capacity