

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

IN THE MATTER OF THE *COMPANIES' CREDITORS
ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF EDDIE BAUER LLC, EDDIE BAUER GIFT CARD
SERVICES LLC, SPARC EB HOLDINGS LLC, 13051269 CANADA INC. AND EDDIE
BAUER OF CANADA CORPORATION

APPLICATION OF EDDIE BAUER LLC UNDER SECTION 46 OF THE *COMPANIES'
CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

APPLICANT

**FACTUM OF THE APPLICANT
(RECOGNITION ORDER)**

March 18, 2026

OSLER, HOSKIN & HARCOURT LLP
100 King Street West
1 First Canadian Place
Suite 6200, P.O. Box 50
Toronto ON M5X 1B8

Marc Wasserman (LSO# 44066M)
Tel: 416.862.4908
Email: mwasserman@osler.com

Shawn T. Irving (LSO# 50035U)
Tel: 416.862.4733
Email: sirving@osler.com

Martino Calvaruso (LSO# 57359Q)
Tel: 416.862.6665
Email: mcalvaruso@osler.com

Marleigh Dick (LSO# 79390S)
Tel: 416.862.4725
Email: mdick@osler.com

Lawyers for the Applicant

PART I - NATURE OF THE MOTION

1. This factum is filed in support of the motion by Eddie Bauer LLC (“**Eddie Bauer U.S.**”), in its capacity as the foreign representative (in such capacity, the “**Foreign Representative**”) of the Chapter 11 Debtors, for a Recognition Order recognizing certain orders granted in the ongoing Chapter 11 Cases (all terms as defined below).

2. On February 9, 2026, Eddie Bauer U.S. and four other debtors in possession (collectively, the “**Chapter 11 Debtors**” or the “**Company**”) filed voluntary petitions for relief with the United States Bankruptcy Court for the District of New Jersey (the “**U.S. Court**”), pursuant to Chapter 11 of the U.S. Bankruptcy Code (the “**Petitions**,” and the cases commenced thereby, the “**Chapter 11 Cases**”). The Chapter 11 Debtors include two Canadian entities, 13051269 Canada Inc. and Eddie Bauer of Canada Corporation (the “**Canadian Debtors**”). On the same day, the Chapter 11 Debtors filed several first day motions in the Chapter 11 Cases with the U.S. Court, including an order authorizing Eddie Bauer U.S. to act as Foreign Representative in respect of the Chapter 11 Cases (collectively, the “**First Day Orders**”).

3. On February 18, 2026, on the application of Eddie Bauer U.S. as Foreign Representative, this Court granted an order recognizing the Chapter 11 Cases as a foreign main proceeding (the “**Initial Recognition Order**”), along with an order recognizing certain of the First Day Orders (the “**Supplemental Order**”). The Initial Recognition Order and Supplemental Order were approved on the basis that they were necessary to protect and preserve the operations and value of the Company’s business in Canada while the Chapter 11 Debtors, including the Canadian Debtors, continued to advance steps relating to the two interlocking processes contemplated in the First Day Orders and Restructuring Support Agreement – i.e., the Store Closing Sales (as defined below) and the going-concern sale process.

4. In order to facilitate the continued restructuring of the Chapter 11 Debtors, including the confirmation of the Plan (defined below), the Foreign Representative now seeks an order (the “**Recognition Order**”) recognizing certain further orders granted by the U.S. Court on March 3, 2026, and March 16, 2026 (as defined below, the “**Foreign Orders**”). This Court has the jurisdiction to grant the Recognition Order under Part IV of the *Companies’ Creditors Arrangement Act* (the “**CCAA**”), and the requested relief is both consistent with the principles of comity and cooperation that underlie Part IV and necessary to protect the Canadian Debtors and preserve the value of the Canadian business for the benefit of a broad range of stakeholders.

PART II -THE FACTS

5. The facts relating to the present motion are more fully set out in the Affidavit and Supplemental Affidavit of George Pantelis.¹ In addition, the Foreign Representative reiterates the facts and submissions made in its factum submitted February 9, 2026, in support of the Interim Stay Order (the “**Interim Stay Factum**”), and its factum submitted February 16, 2026 in support of the Initial Recognition Order and Interim Stay Order.

A. Update on Chapter 11 Proceedings

6. The Chapter 11 Debtors, including the Canadian Debtors, have continued to advance the two interlocking processes contemplated in the First Day Motions and the Restructuring Support Agreement Date – namely, the Store Closing Sales and the going-concern sale process, including

¹ Affidavit of George Pantelis, sworn March 13, 2026 [Pantelis Affidavit]; Supplemental Affidavit of George Pantelis, sworn March 18, 2026 [Supplemental Pantelis Affidavit]. Capitalized terms not otherwise defined have the same meaning as in the Pantelis Affidavit or Supplemental Pantelis Affidavit. Dollar amounts are given in U.S. dollars unless otherwise specified.

a value-maximizing wind-down of any assets not sold – and have been communicating with their stakeholders regarding these processes.²

7. With respect to the Store Closing Sales, the Chapters 11 Debtors had taken several steps prior to the Petitions to rationalize their lease footprint, including allowing leases at 49 historically unprofitable stores to expire without renewal on January 31, 2026 (including three stores in Canada). Between January 26, 2026 and February 7, 2026, the Chapter 11 Debtors initiated store closing sales at the remaining stores (the “**Store Closing Sales**”), which have been proceeding successfully and have generated higher sales and profits than forecast. The Canadian Store Closing Sales continue to progress as anticipated, and have contributed approximately \$6.2 million in net sales. The Chapter 11 Debtors have worked collaboratively with applicable landlords to address any concerns that have arisen during the Store Closing Sales.³

8. With respect to the going-concern sale process,⁴ no actionable Qualified Bid was received by the Chapter 11 Debtors by the deadline set out in the Bidding Procedures Order (which was recognized in the Supplemental Order). Therefore, the Auction and the Sale Hearing contemplated in the Bidding Procedures Order were cancelled, and the Chapter 11 Debtors (with the assistance of their investment banker, SOLIC Capital Advisors, LCC), are currently crafting a value-maximizing wind-down process. The Chapter 11 Debtors will consider any proposal, including a proposal to purchase some or all of the Chapter 11 Debtors’ assets as a going concern, to the extent

² Pantelis Affidavit at para. 12. See Interim Stay Factum, at para. 34(b), for a detailed summary of the Restructuring Support Agreement, which was entered into with the Prepetition Lenders prior to the Petitions.

³ Pantelis Affidavit at para. 13.

⁴ See Interim Stay Factum at para. 32 for a summary of the going concern sale process.

that the Chapter 11 Debtors determine, in their business judgment, that such proposal would maximize the value of the Chapter 11 Debtors' estates.⁵

9. Effective February 24, 2026, the United States Trustee appointed an official committee of unsecured creditors in the Chapter 11 Cases pursuant to section 1102 of the U.S. Bankruptcy Code (the "**Committee**").⁶

B. The Foreign Orders

(a) Final First Day Orders and Second Day Orders

10. Following the granting of the Initial Recognition Order and the Supplemental Order, the Chapter 11 Debtors have worked diligently to obtain entry of: (i) final versions of the various interim First Day Orders (collectively, the "**Final First Day Orders**"); and (ii) certain additional orders from the U.S. Court (collectively, the "**Second Day Orders**").⁷

11. The Final First Day Orders and Second Day Orders were entered by the U.S. Court on March 3, 2026, and consist of the following orders:

- (a) the Final Wages Order, which authorizes the Chapter 11 Debtor to make payments on account of certain prepetition amounts owing, and continue to administer their compensation and benefits programs;

⁵ Pantelis Affidavit at para. 14.

⁶ Pantelis Affidavit at para. 15.

⁷ Pantelis Affidavit at para. 16.

- (b) the Final Critical Vendors Order, which authorizes the Chapter 11 Debtors to pay certain prepetition amounts owing to vendors that supply key products and services to the Chapter 11 Debtors;
- (c) the Final Insurance Order, which authorizes the Chapter 11 Debtors to maintain and renew insurance policies, surety bonds, and letters of credit;
- (d) the Final Taxes Order, which authorizes the Chapter 11 Debtors to negotiate, remit, and pay various Taxes and Fees;
- (e) the Final Utilities Order, which addresses the continued provision of utilities to the Chapter 11 Debtors;
- (f) the Final Customer Programs Order, which authorizes the Chapter 11 Debtors to maintain their customer programs;
- (g) the Rejection Procedures Order, which addresses the procedure for rejecting, assuming, and assigning executory contracts and unexpired leases; and
- (h) the OCP Order, which authorizes the Chapter 11 Debtors to retain and pay Ordinary Course Professionals.⁸

⁸ See Pantelis Affidavit at para. 17, for a detailed summary of the Final First Day Orders and Second Day Orders, copies of which are attached to the Pantelis Affidavit as Exhibits “I” through “P”.

(b) The March 16 Orders

12. On March 16, 2026, the U.S. Court granted certain further orders in the Chapter 11 Cases (the “**March 16 Orders**,” and collectively with the Final First Day Orders and the Second Day Orders, the “**Foreign Orders**”).

13. Certain of the March 16 Orders relate to certain First Day Motions originally scheduled to be heard by the U.S. Court on March 3, 2026, which were adjourned to March 16, 2026 in order to provide time for further engagement between the Chapter 11 Debtors and the Committee.⁹ On March 16, 2026, the U.S. Court granted the following orders in respect of the adjourned First Day Motions:¹⁰

(a) the Second Interim Cash Management Order, which authorizes the Chapter 11 Debtors to continue operating the Cash Management System;¹¹ and

(b) the Final Store Closing Order, which addresses continuing store closings, including the ongoing Store Closing Sales.¹²

14. In addition to generating proceeds from the Store Closing Sales and simultaneously pursuing a going-concern sale, the Chapter 11 Debtors have also obtained the support of 100% of their funded debtholders to support confirmation of a chapter 11 plan (the “**Plan**”), and to earmark

⁹ Pantelis Affidavit at para. 19.

¹⁰ Supplemental Pantelis Affidavit at para. 4(a)-(b). Copies of the Second Interim Cash Management Order and the Final Store Closing Order are attached to the Supplemental Pantelis Affidavit as Exhibits “A” and “B”, respectively.

¹¹ A hearing for the Final Cash Management Order is scheduled for April 16, 2026 before the U.S. Court: Supplemental Pantelis Affidavit at para. 4(a).

¹² The Final Store Closing Order approved the amended Canadian Sale Guidelines, which are attached to the Final Store Closing Order as Exhibit “2-B” (Supplemental Motion Record of the Applicants, Vol 1, Exhibit “B”, at p. 105).

a portion of the proceeds the Chapter 11 Debtors generate during the Chapter 11 Cases for distribution to general unsecured creditors, including unsecured creditors of the Canadian Debtors.¹³

15. Accordingly, on March 16, 2026, the U.S. Court additionally granted the following orders:¹⁴

- (a) the Bar Date Order, which approves procedures for submitting Proofs of Claim, sets the Bar Dates for creditors to submit Proofs of Claim,¹⁵ and approves the form and manner of service of the notice of the Bar Dates;¹⁶ and
- (b) the Disclosure Statement Order, which among other things conditionally approves the adequacy of the information contained in the Disclosure Statement relating to the Plan, approves voting procedures and other elements relating to the upcoming vote on the Plan, approves various notices related to the Plan and the upcoming vote, and approves the timetable with respect to confirmation of the Plan.¹⁷

¹³ Pantelis Affidavit at para. 21.

¹⁴ Supplemental Pantelis Affidavit at para. 4(c)-(d). Copies of the Bar Date Order and the Disclosure Statement Order are attached to the Supplemental Pantelis Affidavit as Exhibits “C” and “D”, respectively.

¹⁵ The Bar Date Order contemplates the following bar dates: (i) a General Claims Bar Date of April 7, 2026, which applies to all prepetition claims other than claims held by government units; (ii) a Governmental Bar Date of August 10, 2026, with respect to claims held by government units; (iii) a Rejection Damages Bar Date, which applies to claims arising from the Chapter 11 Debtors’ rejection of executory contracts and unexpired leases; and (iv) an Amended Schedules Bar Date, which applies in the event that the Chapter 11 Debtors amended their Schedules. The dates of the Rejection Damages Bar Date and Amended Schedules Bar Date are variable, as set out in the Pantelis Affidavit at para. 24.

¹⁶ Pantelis Affidavit at para. 24. See Pantelis Affidavit at paras. 24-32 for a detailed summary of the Bar Date Order, including timetables and exempted entities.

¹⁷ Pantelis Affidavit at para. 33. See Pantelis Affidavit at paras. 33-32 for a detailed summary of the Disclosure Statement Order, including timetables and the classification of Holders of Claims or Interests into various Classes. Also see para. 5 of the Supplemental Pantelis Affidavit for key revisions to the Disclosure Statement since the Disclosure Statement Motion was initially filed by the Chapter 11 Debtors.

PART III - THE ISSUES

16. The issue to be determined on this motion is whether the Foreign Orders should be recognized by this Court.

PART IV - THE LAW

A. This Court Has Jurisdiction to Recognize the Foreign Orders

17. As set out above, this Court has recognized the Chapter 11 Cases as “foreign main proceedings” pursuant to ss. 47 and 48 of the CCAA. The authority of this Court to recognize the orders granted by the U.S. Court is therefore set out in both s. 52(1) – which provides that where an order recognizing a foreign proceeding is made, the Court must “cooperate, to the maximum extent possible, with the foreign representative and the foreign court involved in the foreign proceeding” – and in s. 49, which authorizes the Court to “make any order that it considers appropriate” on the application of a foreign representative, provided that it is “necessary for the protection of the debtor company’s property or the interests of a creditor or creditors.”

18. Further, comity – which is the “central principle governing Part IV of the CCAA” – requires that Canadian courts recognize and enforce orders granted by a foreign jurisdiction, provided that the foreign court has assumed jurisdiction on a basis consistent with order, predictability and fairness. Comity and cooperation in cross-border insolvencies allow for the avoidance of multiple proceedings, inconsistent judgments, and general uncertainty, while also ensuring the equal and fair treatment of creditors regardless of their location.¹⁸

¹⁸ *Hollander Sleep Products, LLC et al. (Re)*, [2019 ONSC 3238](#) at paras. 41-42 [*Hollander*].

19. Canadian courts have therefore consistently encouraged comity and cooperation between courts in various jurisdictions in respect of cross-border insolvencies,¹⁹ and in particular courts in Canada and the United States have made efforts to complement, coordinate and accommodate each other's proceedings. Without coordination by the courts of cross-border restructuring proceedings, the result would be multiple proceedings with the likely consequence of inconsistent court orders and decisions, and general uncertainty as to the direction and effect of the restructuring proceedings on creditors and stakeholders in various jurisdictions.²⁰

B. This Court should Recognize the Foreign Orders

(a) Recognition of the Foreign Orders is Appropriate

20. When a Canadian court considers whether to recognize a foreign order, including an order made in Chapter 11 cases, the following considerations should be taken into account:

- (a) comity and cooperation between courts of various jurisdictions;
- (b) the need to respect foreign bankruptcy and insolvency legislation;
- (c) whether stakeholders will be treated equitably regardless of their jurisdiction;
- (d) the importance of promoting global reorganizations, and the benefit of one jurisdiction taking principal "charge" of the reorganization;
- (e) that the appropriate level of court involvement depends to a significant degree upon the court's nexus to the enterprise;

¹⁹ *Caesars Entertainment Operating Co. (Re)*, [2015 ONSC 712](#) at para. 38.

²⁰ *Babcock & Wilcox Canada Ltd. (Re)*, [2000 CanLII 22482](#) at paras. 9-10 [*Babcock*].

- (f) that courts in the ancillary jurisdiction should be provided with information on an ongoing basis, and stakeholders in the ancillary jurisdiction should be afforded appropriate access to the proceeding in the principal jurisdiction; and
- (g) that all affected stakeholders receive effective notice as is reasonably practicable in the circumstances.²¹

21. These factors strongly support the recognition of the Foreign Orders. As set out above, comity is furthered where the Court recognizes orders granted in a “foreign main proceeding,” such as the Chapter 11 Cases,²² and this Court had already recognized that comity will be furthered by this Court’s recognition and support of the Chapter 11 Cases in particular. This Court further recognized that the Canadian and U.S. operations of the Company are highly integrated, that coordination of the two proceedings will ensure fair treatment of both U.S. and Canadian stakeholders, and that it is reasonable and sensible for the U.S. Court to have principal control over the restructuring.²³

22. Further, the recognition of the Foreign Orders is necessary to protect the Canadian Debtors and preserve the value of the Canadian business, and will assist with and facilitate the efforts of the Chapter 11 Debtors, including the Canadian Debtors, to pursue an orderly liquidation of their retail stores and the wind-down of the Chapter 11 Debtors and to confirm the Plan.²⁴ Each of the Foreign Orders treat the Chapter 11 Debtors’ stakeholders in Canada and the U.S. equally. Where

²¹ *Babcock* at para. 21; *Xerium Technologies Inc. (Re)*, [2010 ONSC 3974](#) at paras. 26-27.

²² *Hollander* at para. 43.

²³ *Eddie Bauer LCC et. al. (Re)*, (February 18, 2026), Ont S.C.J. [Commercial List], CV-26-00000050-00CL ([Endorsement of Justice Cavanagh](#)), at para. 19.

²⁴ *Pantelis Affidavit* at paras. 41-42.

applicable, each Final First Day Order is substantially similar to its corresponding interim First Day Order, which has already been recognized by this Court pursuant to the Supplemental Order.²⁵

23. In light of the above, the Information Officer has indicated that it supports the recognition of the Foreign Orders, which it views as: (i) common in chapter 11 cases; (ii) in many cases procedural or administrative in nature; and (iii) frequently recognized by Canadian courts in cross-border insolvency proceedings. Further, the Information Officer views the Foreign Orders as furthering the principles of comity, facilitating efficient coordination, and treating Canadian and U.S. Stakeholders equally throughout.²⁶

(b) Bar Date Order

24. With respect to the Bar Date Order in particular, Canadian courts have exercised their jurisdiction under s. 49 to approve claims bar orders in cross-border restructurings under Part IV.²⁷ The recognition of the Bar Date Order is necessary for the protection of the Chapter 11 Debtors' property and is in the best interest of their creditors, as:

(a) **Equal Application:** The Chapter 11 Cases apply to all creditors of the Chapter 11 Debtors, wherever they may be located, including creditors of the Canadian Debtors, and the Bar Date Order does not distinguish between the treatment of Canadian creditors and creditors situated in the U.S. or otherwise.²⁸

²⁵ Pantelis Affidavit at para. 18.

²⁶ First Report of the Information Officer dated March 18, 2026, at paras. 4.0.2(a)-(c) [First Report].

²⁷ See for example *GNC Holdings, Inc. (Re)*, (July 27, 2020), Ont. S.C.J. [Commercial list], Court File No. CV-20-00642970-00CL ([Order of Gilmore J. re Recognition of Second Day Orders](#)), at para. 3(l).

²⁸ Pantelis Affidavit at para. 27(a).

- (b) **Reasonable Bar Dates and Procedures:** The applicable Bar Dates and procedures are reasonable and appropriate in the circumstances, providing claimants with notice and opportunity to prepare and file Proofs of Claim, as well as allowing the Chapter 11 Cases to move forward quickly with a minimum of administrative expense and delay.²⁹
- (c) **Ascertaining Universe of Claims:** Recognition of the Bar Date Order by this Court will ensure that the Bar Dates are enforceable against all creditors of the Chapter 11 Debtors in Canada so that the Chapter 11 Debtors can have an accurate understanding of the claims against their estates.³⁰
- (d) **Sufficient Notice:** All known creditors and potential claimants will receive sufficient notice of the claims process, which is required to be served no later than one business day after entry of the Bar Date Order (or as soon as reasonably practicable thereafter). The Bar Date Notice is required to be published on one occasion in *The New York Times (National Edition)* and/or another national or international publication reasonably acceptable to the Chapter 11 Debtors, including *The Globe and Mail (National Edition)*, in addition to being published on the Chapter 11 Debtors' case website and the Information Officer's website. The Bar Date Notice is currently expected to be published in *The New York Times*

²⁹ Pantelis Affidavit at para. 27(b).

³⁰ Pantelis Affidavit at para. 27(c).

(National Edition) on March 19, 2026, and in *The Globe and Mail (National Edition)* on March 20, 2026.³¹

25. The Information Officer supports the recognition of the Bar Date Order.³²

(c) Disclosure Statement Order

26. Similarly, the Disclosure Statement Order is appropriate in the circumstances and should be recognized by this Court. The purpose of the Disclosure Statement is to provide Holders of Claims or Interests in the Chapter 11 Debtors entitled to vote on the Plan with adequate information in order to make an informed judgment as to whether to vote to accept or reject the Plan, and the notice materials and timetable approved by the Disclosure Statement Order will provide Holders of Claims (including Canadian claimants) with sufficient time to make an informed judgment.³³

27. The Information Officer supports the Disclosure Statement Order, which it views as an integral step toward obtaining confirmation of the Plan.³⁴

³¹ Pantelis Affidavit at paras. 27(d), 28-31; First Report at para. 3.6.8.

³² First Report at para. 4.0.2(g).

³³ Pantelis Affidavit at para. 34.

³⁴ First Report at para. 4.0.2(f).

PART V - RELIEF REQUESTED

28. For the foregoing reasons, the Applicant requests that this Honourable Court grant the proposed Recognition Order substantially in the form attached to the Supplemental Motion Record.

ALL OF WHICH IS RESPECTFULLY SUBMITTED this 18th day of March, 2026.



OSLER, HOSKIN & HARCOURT, LLP
per Marleigh Dick
P.O. Box 50, 1 First Canadian Place
Toronto, ON M5X 1B8
Lawyers for the Applicant

SCHEDULE “A”: LIST OF AUTHORITIES

1. *Babcock & Wilcox Canada Ltd. (Re)*, [2000 CanLII 22482](#)
2. *Caesars Entertainment Operating Co. (Re)*, [2015 ONSC 712](#)
3. *Eddie Bauer LCC et. al. (Re)*, (February 18, 2026), Ont S.C.J. [Commercial List], CV-26-00000050-00CL ([Endorsement of Justice Cavanagh](#))
4. *GNC Holdings, Inc. (Re)*., (July 27, 2020), Ont. S.C.J. [Commercial list], Court File No. CV-20-00642970-00CL ([Order of Gilmore J. re Recognition of Second Day Orders](#))
5. *Hollander Sleep Products, LLC et al. (Re)*, [2019 ONSC 3238](#)
6. *Xerium Technologies Inc. (Re)*, [2010 ONSC 3974](#)

I certify that I am satisfied as to the authenticity of every authority.

Date March 18, 2026



Signature
Marleigh Dick

**SCHEDULE “B”
TEXT OF STATUTES, REGULATIONS & BY-LAWS**

Companies’ Creditors Arrangement Act, R.S.C. 1985, c. C-36

Purpose

44 The purpose of this Part is to provide mechanisms for dealing with cases of cross-border insolvencies and to promote

- (a) cooperation between the courts and other competent authorities in Canada with those of foreign jurisdictions in cases of cross-border insolvencies;
- (b) greater legal certainty for trade and investment;
- (c) the fair and efficient administration of cross-border insolvencies that protects the interests of creditors and other interested persons, and those of debtor companies;
- (d) the protection and the maximization of the value of debtor company’s property; and
- (e) the rescue of financially troubled businesses to protect investment and preserve employment.

Definitions

45 (1) The following definitions apply in this Part.

foreign court means a judicial or other authority competent to control or supervise a foreign proceeding. (*tribunal étranger*)

foreign main proceeding means a foreign proceeding in a jurisdiction where the debtor company has the centre of its main interests. (*principale*)

foreign non-main proceeding means a foreign proceeding, other than a foreign main proceeding. (*secondaire*)

foreign proceeding means a judicial or an administrative proceeding, including an interim proceeding, in a jurisdiction outside Canada dealing with creditors’ collective interests generally under any law relating to bankruptcy or insolvency in which a debtor company’s business and financial affairs are subject to control or supervision by a foreign court for the purpose of reorganization. (*instance étrangère*)

foreign representative means a person or body, including one appointed on an interim basis, who is authorized, in a foreign proceeding respect of a debtor company, to

- (a) monitor the debtor company’s business and financial affairs for the purpose of reorganization; or

(b) act as a representative in respect of the foreign proceeding. (*représentant étranger*)

Centre of debtor company's main interests

(2) For the purposes of this Part, in the absence of proof to the contrary, a debtor company's registered office is deemed to be the centre of its main interests.

Application for recognition of a foreign proceeding

46 (1) A foreign representative may apply to the court for recognition of the foreign proceeding in respect of which he or she is a foreign representative.

Documents that must accompany application

(2) Subject to subsection (3), the application must be accompanied by

(a) a certified copy of the instrument, however designated, that commenced the foreign proceeding or a certificate from the foreign court affirming the existence of the foreign proceeding;

(b) a certified copy of the instrument, however designated, authorizing the foreign representative to act in that capacity or a certificate from the foreign court affirming the foreign representative's authority to act in that capacity; and

(c) a statement identifying all foreign proceedings in respect of the debtor company that are known to the foreign representative.

Documents may be considered as proof

(3) The court may, without further proof, accept the documents referred to in paragraphs (2)(a) and (b) as evidence that the proceeding to which they relate is a foreign proceeding and that the applicant is a foreign representative in respect of the foreign proceeding.

Other evidence

(4) In the absence of the documents referred to in paragraphs (2)(a) and (b), the court may accept any other evidence of the existence of the foreign proceeding and of the foreign representative's authority that it considers appropriate.

Translation

(5) The court may require a translation of any document accompanying the application.

Order recognizing foreign proceeding

47 (1) If the court is satisfied that the application for the recognition of a foreign proceeding relates to a foreign proceeding and that the applicant is a foreign representative in respect of that foreign proceeding, the court shall make an order recognizing the foreign proceeding.

Nature of foreign proceeding to be specified

(2) The court shall specify in the order whether the foreign proceeding is a foreign main proceeding or a foreign non-main proceeding.

Order relating to recognition of a foreign main proceeding

48 (1) Subject to subsections (2) to (4), on the making of an order recognizing a foreign proceeding that is specified to be a foreign main proceeding, the court shall make an order, subject to any terms and conditions it considers appropriate,

(a) staying, until otherwise ordered by the court, for any period that the court considers necessary, all proceedings taken or that might be taken against the debtor company under the *Bankruptcy and Insolvency Act* or the *Winding-up and Restructuring Act*;

(b) restraining, until otherwise ordered by the court, further proceedings in any action, suit or proceeding against the debtor company;

(c) prohibiting, until otherwise ordered by the court, the commencement of any action, suit or proceeding against the debtor company; and

(d) prohibiting the debtor company from selling or otherwise disposing of, outside the ordinary course of its business, any of the debtor company's property in Canada that relates to the business and prohibiting the debtor company from selling or otherwise disposing of any of its other property in Canada.

[...]

Other orders

49 (1) If an order recognizing a foreign proceeding is made, the court may, on application by the foreign representative who applied for the order, if the court is satisfied that it is necessary for the protection of the debtor company's property or the interests of a creditor or creditors, make any order that it considers appropriate, including an order

(a) if the foreign proceeding is a foreign non-main proceeding, referred to in subsection 48(1);

(b) respecting the examination of witnesses, the taking of evidence or the delivery of information concerning the debtor company's property, business and financial affairs, debts, liabilities and obligations; and

(c) authorizing the foreign representative to monitor the debtor company's business and financial affairs in Canada for the purpose of reorganization.

Restriction

(2) If any proceedings under this Act have been commenced in respect of the debtor company at the time an order recognizing the foreign proceeding is made, an order made under subsection (1) must be consistent with any order that may be made in any proceedings under this Act.

[...]

Cooperation — court

52 (1) If an order recognizing a foreign proceeding is made, the court shall cooperate, to the maximum extent possible, with the foreign representative and the foreign court involved in the foreign proceeding.

Cooperation — other authorities in Canada

(2) If any proceedings under this Act have been commenced in respect of a debtor company and an order recognizing a foreign proceeding is made in respect of the debtor company, every person who exercises powers or performs duties and functions under the proceedings under this Act shall cooperate, to the maximum extent possible, with the foreign representative and the foreign court involved in the foreign proceeding.

Forms of cooperation

(3) For the purpose of this section, cooperation may be provided by any appropriate means, including

- (a) the appointment of a person to act at the direction of the court;
- (b) the communication of information by any means considered appropriate by the court;
- (c) the coordination of the administration and supervision of the debtor company's assets and affairs;
- (d) the approval or implementation by courts of agreements concerning the coordination of proceedings; and
- (e) the coordination of concurrent proceedings regarding the same debtor company.

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PROCEEDING COMMENCED AT TORONTO

FACTUM OF THE APPLICANT

OSLER, HOSKIN & HARCOURT LLP
100 King Street West, 1 First Canadian Place
Suite 6200, P.O. Box 50
Toronto ON M5X 1B8

Marc Wasserman (LSO# 44066M)
Tel: 416.862.4908
Email: mwasserman@osler.com

Shawn T. Irving (LSO# 50035U)
Tel: 416.862.4733
Email: sirving@osler.com

Martino Calvaruso (LSO# 57359Q)
Tel: 416.862.6665
Email: mcalvaruso@osler.com

Marleigh Dick (LSO# 79390S)
Tel: 416.862.4725
Email: mdick@osler.com

Lawyers for the Applicant