

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MADAM) MONDAY, THE 11TH
)
JUSTICE GILMORE) DAY OF APRIL, 2022
)

B E T W E E N:

SKYMARK FINANCE CORPORATION

Applicant

- and -

MAHAL VENTURE CAPITAL INC. and GOLDEN MILES FOOD
CORPORATION

Respondents

ORDER

(Fee & Activity Approval, Realtor Commission Approval, etc.)

THIS MOTION, made by KSV Restructuring Inc. (“**KSV**”) in its capacity as the Court-appointed receiver and manager (in such capacity, the “**Receiver**”), without security, of the assets, undertakings and properties of Mahal Venture Capital Inc. (“**Mahal VC**”) and Golden Miles Food Corporation (“**Golden Miles**” and, together with Mahal VC, the “**Companies**”) owned or used in connection with the flour mill located on the property municipally known as 155 Adams Blvd., Brantford, Ontario for an order, (i) authorizing a payment to Colliers Macaully Nicholls Inc (the “**Realtor**”), (ii) sealing Confidential Appendices "1", "2", and "3" to the Third Report of the Receiver dated April 4, 2022 (the “**Third Report**”) and Confidential

Appendix “1” to the supplement to the third report of the Receiver dated April 8, 2022 (the “**Supplement**”) (collectively, the “**Confidential Appendices**”), (iii) approving the fees and disbursements of the Receiver and its counsel, Blake, Cassels & Graydon LLP (“**Blakes**”) for the period to February 28, 2022 (the “**Period**”), and (iv) approving the Third Report and the Receiver’s activities described therein, was heard this day by judicial videoconference.

ON READING the Third Report, the Supplement, and on hearing the submissions of counsel for the Receiver, and such other parties listed on the Participant Information Form, no one else appearing although properly served as appears from the Affidavit of Service of Caitlin McIntyre sworn April 5, 2022 and the Affidavit of Service of Nancy Thompson sworn April 8, 2022, filed:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Receiver’s Notice of Motion dated April 1, 2022 (the “**NOM**”), the Third Report and the Supplement, be and hereby is abridged, such that service of the NOM, the Third Report and the Supplement is hereby validated, and that further service thereof is hereby dispensed with.

PAYMENT TO REALTOR

2. **THIS COURT ORDERS** that the Receiver is authorized to pay the commission, being 1.25% of the Purchase Price allocated to the Real Property, to the Realtor following closing of the Transaction.

THIRD REPORT & STATEMENT OF RECEIPTS AND DISBURSEMENTS

3. **THIS COURT ORDERS** that the Third Report and the activities 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.

4. **THIS COURT ORDERS** that the statement of receipts and disbursements for the period ended March 31, 2022 attached to the Third Report be and is hereby accepted and approved.

FEE APPROVALS

5. **THIS COURT ORDERS** that the fees of the Receiver in the amount of \$319,085.00, plus HST and disbursements, for the Period be and hereby are approved.

6. **THIS COURT ORDERS** that the fees of the Receiver's counsel, Blakes, in the amount of \$184,228.50, plus HST and disbursements, for the Period be and hereby are approved.

SEALING ORDER

7. **THIS COURT ORDERS** that the Confidential Appendices are hereby sealed and shall not form part of the public record.

MISCELLANEOUS

8. **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 and its 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, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.



SKYMARK FINANCE CORPORATION
Applicant

- and -

MAHAL VENTURE CAPITAL INC., et al.
Respondents

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding Commenced at Toronto

**ORDER
(Fee & Activity Approval,
Realtor Commission Approval, etc.)**

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