

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.) WEDNESDAY, THE 17TH
)
JUSTICE CAVANAGH) DAY OF NOVEMBER, 2021

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF 957855 ALBERTA LTD.
(FORMERLY NEWSWEST INC.) AND ROSEBUD CREEK
FINANCIAL CORP. IN RESPECT OF METRO 360
GENERAL PARTNERSHIP

Applicants

ANCILLARY ORDER

THIS MOTION, made by 957855 Alberta Ltd. (formerly NewsWest Inc.) (“**Alberta HoldCo**”) and Rosebud Creek Financial Corp. (“**Rosebud HoldCo**” and, together with Alberta HoldCo, the “**Applicants**”), being the partners of the Metro 360 General Partnership (“**Metro 360**” and, together with the Applicants, the “**CCAA Entities**”), pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), was heard this day by videoconference at Toronto, Ontario.

ON READING the affidavit of Daniel P. Shapiro sworn November 10, 2021, including the exhibits thereto, and the Sixth Report of KSV Restructuring Inc.,¹ in its capacity as the

¹ Effective August 31, 2020, the name of KSV Kofman Inc. (“**Kofman**”) was changed to KSV Restructuring Inc. (“**Restructuring**”). All Kofman mandates are now being performed by Restructuring.



monitor of the CCAA Entities under the CCAA (the “**Monitor**”), dated November 10, 2021 (the “**Sixth Report**”), including the Confidential Appendix to the Sixth Report (the “**Confidential Appendix**”), the affidavit of David Sieradzki sworn November 10, 2021 (the “**KSV Affidavit**”) and the affidavit of Sean Zweig sworn November 8, 2021 (the “**Bennett Jones Affidavit**”) attached thereto, and on hearing the submissions of counsel for the CCAA Entities, counsel for the Monitor, and such other counsel as were present, no one else appearing although duly served:

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time and method for service of the Notice of Motion and Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that capitalized terms used herein and not otherwise defined have the meanings given to them in the Initial Order of this Court made in the within proceedings dated June 17, 2020 (as amended, the “**Initial Order**”).

CLAIMS AGREEMENT

3. **THIS COURT ORDERS** that the claims agreement dated October 21, 2021 between the Minister of National Revenue, of the first part, and Metro 360, Rosebud HoldCo and Alberta HoldCo, of the second part (the “**Claims Agreement**”), a copy of which is included in the Confidential Appendix, and the settlements and other agreements contained therein, is hereby approved, and the execution and performance of the Claims Agreement by the CCAA Entities is hereby ratified and approved. The CCAA Entities and the Monitor are hereby authorized and directed to take such additional steps and execute such additional documents as may be

necessary or desirable for implementation of the settlements and other agreements contemplated under the Claims Agreement.

EXTENSION OF THE STAY PERIOD

4. **THIS COURT ORDERS** that the Stay Period be and is hereby extended to and including 11:59 p.m. (Toronto time) on February 28, 2022, and that all other terms of the Initial Order shall remain in full force and effect during the Stay Period.

APPROVAL OF MONITOR'S SIXTH REPORT, ACTIVITIES AND FEES

5. **THIS COURT ORDERS** that the Sixth Report and the activities and conduct of the Monitor described therein, be and are hereby approved; provided, however, that only the Monitor, 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.

6. **THIS COURT ORDERS** that the professional fees and disbursements of the Monitor, as set out in the KSV Affidavit, are hereby approved.

7. **THIS COURT ORDERS** that the professional fees and disbursements of Bennett Jones LLP, legal counsel to the Monitor, as set out in the Bennett Jones Affidavit, are hereby approved.

GENERAL

8. **THIS COURT ORDERS** that the Confidential Appendix 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 and shall only be opened upon further Order of this Court.

9. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States or any other foreign jurisdiction, to give effect to this Order and to assist the CCAA Entities, the Monitor and their respective 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 CCAA Entities and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the CCAA Entities and the Monitor and their respective agents in carrying out the terms of this Order.

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 957855 ALBERTA LTD. (FORMERLY NEWSWEST INC.) AND ROSEBUD CREEK FINANCIAL CORP. IN RESPECT OF METRO 360 GENERAL PARTNERSHIP

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SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**
Proceeding commenced at Toronto

ANCILLARY ORDER

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