

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)  
IN BANKRUPTCY AND INSOLVENCY**

THE HONOURABLE MR.

)

THURSDAY, THE 11<sup>TH</sup>

)

JUSTICE CAVANAGH

)

DAY OF AUGUST, 2022

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
THE SANDERSON-HAROLD COMPANY LIMITED, C.O.B. AS PARIS KITCHENS,  
IN THE CITY OF VAUGHAN, IN THE PROVINCE OF ONTARIO**

**ORDER**

**THIS MOTION**, made by The Sanderson-Harold Company Limited c.o.b. as Paris Kitchens (the “**Company**”) pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985 c. B-3 (the “**BIA**”), for an order, *inter alia*: (a) extending the time for the Company to file a proposal; (b) approving certain additional powers of the Proposal Trustee (defined below) with respect to the Company’s customers and the Paris Properties (defined below); (c) amending the KERP and KERP Charge (each as defined in the Order of Justice Cavanagh dated June 8, 2022); (d) declaring that the *Wage Earner Protection Program Act (Canada)*, SC 2005, c. 47, s. 1 (“**WEPPA**”) applies to the former employees of the Company; and (e) for certain other relief as described in the Company’s Notice of Motion, was heard this day virtually via videoconference.

**ON READING** the Notice of Motion of the Company, the Second Report of KSV Restructuring Inc. (“**KSV**”), in its capacity as proposal trustee of the Company (in such capacity, the “**Proposal Trustee**”) and the appendices thereto (the “**Second Report**”), and the Supplement

to the Second Report of KSV (the “**Supplemental Report**”), and on hearing the submissions of counsel for the Proposal Trustee, for the Company, and such other counsel in attendance on the videoconference, as shown on the Participant Information Form, filed,

## **SERVICE**

1. **THIS COURT ORDERS** that the time for service of the Company’s Notice of Motion, the Second Report and the Supplemental Report is hereby abridged and validated, and the manner of service thereof is hereby validated, so that this motion is properly returnable today, and hereby dispenses with further service thereof.

## **EXTENSION OF TIME TO FILE A PROPOSAL**

2. **THIS COURT ORDERS** that pursuant to Section 50.4(9) of the BIA, the period for the Company to file a proposal to its creditors under the BIA be and is hereby extended to and including September 29, 2022.

## **EXPANDED POWERS OF THE PROPOSAL TRUSTEE**

3. **THIS COURT ORDERS** that the Proposal Trustee is hereby expressly empowered and authorized, but not required, to do any of the following:

- (a) communicate directly with the Company’s customers regarding the Customer Agreements (as defined in the Second Report) and collection of amounts owing to the Company; and
- (b) market the real properties municipally known as (i) 23 Railway Street, Paris, Ontario and (ii) 38 Spruce Street, Paris, Ontario (collectively, the “**Paris**”

**Properties**”), including advertising and soliciting offers in respect of the Paris Properties or any part or parts thereof, negotiating such terms and conditions of sale as the Proposal Trustee in its discretion may deem appropriate, and accepting offers made on either of the Paris Properties; provided that any transaction for the sale of either of the Paris Properties shall be subject to the approval of this Court.

#### **AMENDMENT TO KERP**

4. **THIS COURT ORDERS** that the KERP previously approved in these proceedings is hereby amended as described in the Second Report, and the Company is authorized and directed to make the payments contemplated thereunder should the employees become entitled thereto in accordance with the terms and conditions of the KERP, as amended.

5. **THIS COURT ORDERS** that the KERP Charge is hereby amended by increasing the amount thereof from \$120,000 to \$180,000.

#### **WAGE EARNER PROTECTION PROGRAM ACT**

6. **THIS COURT ORDERS AND DECLARES** that pursuant to section 5(5) of the WEPPA, the Company and its collective former employees meet the criteria prescribed by section 3.2 of the *Wage Earner Protection Program Regulations*, SOR/2008-222 and are a former employer, employees and individuals to whom the WEPPA applies as of their respective termination dates.

#### **PROPOSAL TRUSTEE’S ACTIVITIES**

7. **THIS COURT ORDERS** that the conduct and activities of the Proposal Trustee as described in the Second Report and Supplemental Report be and are hereby approved.

## **GENERAL**

8. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada.

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

10. **THIS COURT ORDERS** that each of the Company or the Proposal Trustee shall be at liberty and are 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.

11. **THIS COURT ORDERS** that this Order is effective from the date it is made and is enforceable without any need for entry or filing.

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF THE SANDERSON-HAROLD COMPANY  
LIMITED, C.O.B. AS PARIS KITCHENS**

Estate/Court File No.: BK-22-02835198-0031

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

PROCEEDING COMMENCED AT  
TORONTO

**ORDER**

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