

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE JUSTICE)	WEDNESDAY, THE 14TH
)	
CAVANAGH)	DAY OF FEBRUARY, 2024

IN THE MATTER OF THE BANKRUPTCY OF 2221589 ONTARIO INC.

222 PROCEDURAL CONSOLIDATION ORDER

THIS MOTION, made by KSV Restructuring Inc. in its capacity as trustee (“**Trustee**”) of 2221589 Ontario Inc. (“**222**”), for an order procedurally consolidating the bankruptcy proceeding of 222 (31-3014698), Guru Logistics Inc. (31-3014700) (“**Guru**”), Proex Logistics Inc. (31-3014702) (“**Proex**”) and 1542300 Ontario Inc. (operated as ASR Transportation) (31-3014694) (“**ASR**”) (each individually, a “**Proceeding**”) and for certain other relief as described in the Trustee’s Notice of Motion, was heard this day virtually via videoconference.

ON READING the Notice of Motion, the Report of the Trustee dated February 7, 2024 (the “**First Report**”), filed, and on hearing the submissions of respective counsel for the Trustee and such other counsel as were present as shown on the Participant Information Form, no one else appearing although duly served as appears from the Affidavit of Service of Stephanie Fernandes sworn February 8, 2024, filed:

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the 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 any capitalized term used and not defined herein shall have the meaning ascribed thereto in the First Report.

PROCEDURAL CONSOLIDATION

3. **THIS COURT ORDERS** that, consistent with the Assignment Order, the 222 Proceeding, Proex Proceeding, Guru Proceeding, and ASR Proceeding for administrative purposes shall, subject to further order of the Court, be procedurally consolidated into one proceeding and shall continue under the single Estate and Court File Number 31-3014702 (the “**Consolidated Proceeding**”).

4. **THIS COURT ORDERS** that the procedural consolidation of the Proceedings pursuant to this Order shall not:

(a) affect the legal status or corporate structure of 222; or

(b) cause 222 to be liable for any claim for which they are otherwise not liable, or cause 222 to have an interest in an asset to which it otherwise would not have.

5. **THIS COURT ORDERS** that the Proceedings are not substantively consolidated, and nothing in this Order shall be construed to that effect.

6. **THIS COURT ORDERS** that a copy of this Order shall be filed by the Trustee in the Court file for this Proceeding but any subsequent document required to be filed hereafter will only be required to be filed in the Consolidated Proceeding.

7. **THIS COURT ORDERS** that any motion, application or action, including the herein motion, in respect of 222 shall be brought and filed in the Consolidated Proceeding and if so brought and filed it shall be deemed brought and filed in each of the Proceedings as appropriate, without prejudice to any rules of court or otherwise that are applicable.

8. **THIS COURT ORDERS** that, notwithstanding the Assignment Order, the Style of Cause in the within proceedings is hereby amended and shall be assigned to the Consolidated Proceeding:

**IN THE MATTER OF THE BANKRUPTCY OF
PROEX LOGISTICS INC., GURU LOGISTICS INC., 1542300 ONTARIO INC. AND 2221589
ONTARIO INC.**

9. **THIS COURT ORDERS** that except as specifically set forth herein, this Order shall not modify the Assignment Order, and the Trustee shall be entitled to rely on the Assignment Order.

GENERAL

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

11. **THIS COURT HEREBY REQUESTS** the aid and recognition of any Court, tribunal, agency or regulatory or administrative bodies, having jurisdiction in Canada, the United States of America or any other jurisdiction, to give effect to this Order and to assist the Trustee and their respective agents in carrying out the terms of this Order. All courts, tribunals, agencies and regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the 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 Trustee in any foreign proceeding, or to assist the Trustee and their respective agents in carrying out the terms of this Order.

12. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 AM on the date of this Order without the need for entry or filing.

IN THE MATTER OF BANKRUPTCY OF PROEX LOGISTICS INC.
IN THE MATTER OF BANKRUPTCY OF GURU LOGISTICS INC.
IN THE MATTER OF BANKRUPTCY OF 1542300 ONTARIO INC.
IN THE MATTER OF BANKRUPTCY OF 2221589 ONTARIO INC.

Court File Numbers: BK-24-03014698-0031

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SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

PROCEEDING COMMENCED AT
TORONTO

222 PROCEDURAL CONSOLIDATION ORDER

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