

for any other person on the service list, although properly served as appears from the affidavit of Danish Afroz sworn September 10, 2018, filed,

1. **THIS COURT ORDERS** that the Confidential Appendices to the Thirteenth Report shall be sealed and kept confidential pending completion of the Transaction (as defined in the Thirteenth Report).

2. **THIS COURT ORDERS** that following the delivery of the Receiver's Certificate contemplated by the Approval and Vesting Order granted on the date hereof, and subject to any reserve considered necessary by the Receiver to address outstanding and future fees, costs and obligations related to this proceeding, including the Litigation Reserve (as defined in the Thirteenth Report), the Receiver is authorized and directed to:

- (a) first, make one or more distributions to MarshallZehr Group Inc. ("**MZG**") until all amounts owing to MZG under the Receiver Certificate dated May 8, 2017 are repaid in full;
- (b) second, make one or more distributions to Limen Group Const. Ltd. ("**Limen**") and/or Varcon Construction Corporation ("**Varcon**") (or as each may direct) in the aggregate amount of \$90,250.17 (the "**Priority Lien Amount**") upon further Order of this Court or the receipt by the Receiver of a joint written direction from Limen and Varcon; and
- (c) third, make one or more distributions to Grant Thornton Limited, in its capacity as Court-appointed Trustee of 2223947 Ontario Limited ("**222**") in the proceedings

bearing Court File No. CV-16-11567-00CL (in such capacity, the “Trustee”), on behalf of 222, up to the amount owing to 222 by Burlington.

3. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its counsel, as set out in the Thirteenth Report and the Fee Affidavits, be and are hereby approved.



ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO:

SEP 17 2018

PER / PAR: 

IN THE MATTER OF THE RECEIVERSHIP OF SCOLLARD DEVELOPMENT CORPORATION, MEMORY CARE INVESTMENTS (KITCHENER) LTD., MEMORY CARE INVESTMENTS (OAKVILLE) LTD., 1703858 ONTARIO LTD., LEGACY LANE INVESTMENTS LTD., TEXTBOOK (525 PRINCESS STREET) INC., MEMORY CARE INVESTMENTS (BURLINGTON) LTD. AND TEXTBOOK (555 PRINCESS STREET) INC.

AND IN THE MATTER OF A MOTION PURSUANT TO SUBSECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, C. B-3, AS AMENDED, AND SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, c. C.43, AS AMENDED

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

Proceeding commenced at Toronto

ANCILLARY ORDER

(Returnable September 17, 2018)

BENNETT JONES LLP
3400 First Canadian Place
P.O. Box 130
Toronto, Ontario M5X 1A4

Sean H. Zweig (LSUC#573071)
Tel: (416) 777-6253
Fax: (416) 863-1716

Counsel to the Receiver,
KSV Kofman Inc.