

Court File No.: CV-17-11689-00CL
Court File No.: CV-17-589078-00CL
Court File No.: CV-16-11567-00CL

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

THE HONOURABLE) FRIDAY, THE 21ST
)
JUSTICE CONWAY) DAY OF APRIL, 2023

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

AND IN THE MATTER OF THE RECEIVERSHIP OF TEXTBOOK (445 PRINCESS STREET) INC.

AND IN THE MATTER OF THE RECEIVERSHIP OF TEXTBOOK ROSS PARK INC., TEXTBOOK (774 BRONSON AVENUE) INC. AND MCMURRAY STREET INVESTMENTS INC.

ORDER

THIS MOTION, made by KSV Restructuring Inc. ("**KSV**"), solely in its capacity as the Court-appointed receiver (in such capacity, the "**Receiver**") of certain property of Scollard Development Corporation, Memory Care Investments (Kitchener) Ltd., Memory Care Investments (Oakville) Ltd., 1703858 Ontario Inc., Legacy Lane Investments Ltd., Textbook (525 Princess Street) Inc., Textbook (555 Princess Street) Inc., Textbook (445 Princess Street) Inc., Textbook (774 Bronson Avenue) Inc., Textbook Ross Park Inc. and McMurray Street Investments Inc., for an order approving the fees and disbursements of the Receiver and Bennett Jones LLP ("**Bennett Jones**") as counsel to the Receiver, was heard this day by judicial videoconference via Zoom.

ON READING the Notice of Motion and Motion Record of the Receiver, the Twenty-Second Report of the Receiver dated April 12, 2023 (the "**Twenty-Second Report**"), and the affidavits of Noah Goldstein of KSV and Sean Zweig of Bennett Jones as to fees (together, the "**Fee Affidavits**"), and on hearing the submissions of counsel for the Receiver, and such other counsel as were present, no one else appearing although duly served as appears from the affidavit of service, filed:

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion, the Motion Record and the Twenty-Second Report is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

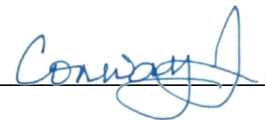
APPROVAL OF ACTIVITIES AND FEES

2. **THIS COURT ORDERS** that the Twenty-Second Report, and the activities of the Receiver set out therein, be and are hereby approved; provided however, that only the Receiver, in its personal capacity and only with respect to its own personality liability, shall be entitled to reply upon or utilize in any way such approval.

3. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and Bennett Jones as set out in the Twenty-Second Report and the Fee Affidavits be and are hereby approved.

GENERAL

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

A handwritten signature in blue ink, appearing to read "Conway J.", is written over a horizontal line.

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

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(COMMERCIAL LIST)
Proceedings commenced in Toronto

ORDER

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Lawyers for KSV Restructuring Inc., in its capacity as the Court-appointed Receiver of certain property of Scollard Development Corporation, Memory Care Investments (Kitchener) Ltd., Memory Care Investments (Oakville) Ltd., 1703858 Ontario Inc., Legacy Lane Investments Ltd., Textbook (525 Princess Street) Inc., Textbook (555 Princess Street) Inc., Textbook (445 Princess Street) Inc., Textbook (774 Bronson Avenue) Inc., Textbook Ross Park Inc. and McMurray Street Investments Inc.