

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) **FRIDAY, THE 27TH DAY**
MR. JUSTICE CAMPBELL) **OF FEBRUARY 2009**

**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 NMC CANADA, INC. AND
2515080 NOVA SCOTIA COMPANY**

Applicants

ORDER

THIS MOTION, made by the Applicants pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c.C-36, as amended (the "CCAA"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Initial Order of this Court dated January 21, 2009 (the "**Initial Order**"), the Order of this Court dated February 18, 2009, the affidavit of John Chen sworn February 26, 2009, the affidavit of Christopher Garrah sworn February 27, 2009 (the "**Garrah Affidavit**") and the Third Report dated February 26, 2009 (the "**Third Report**") of RSM Richter Inc., the Monitor of the Applicants (the "**Monitor**"), and on hearing submissions from counsel for the Applicants and SKD Company, the general partnership through which the Applicants carry on business ("**SKD Company**", and together with the Applicants, the "**CCAA Parties**", and any one, a "**CCAA Party**"), counsel for the Monitor, as well as counsel for Comerica Bank

(“Comerica”), Honda of America Mfg., Inc., for itself and on behalf of Honda Canada Mfg., a division of Honda Canada, Inc., Honda Manufacturing of Indiana, LLC and Honda Manufacturing of Alabama, LLC (collectively, “Honda”), Ford Motor Company (“Ford”) and Chrysler LLC, Chrysler Motors LLC and Chrysler Canada Inc. (collectively, “Chrysler” and, together with Ford and Honda, the “Customers”)) and United Steelworkers, no one else on the service list appearing:

1. **THIS COURT ORDERS** that the time for service of the notice of motion and motion record herein is abridged, that this motion is properly returnable today and that further service is dispensed with, service having been effected in accordance with paragraph 53 of the Initial Order.

EXTENSION OF STAY PERIOD

2. **THIS COURT ORDERS** that the Stay Period as defined in the Initial Order, as extended by Order of this Court made February 18, 2009, be and is hereby extended until and including March 9, 2009 (the “**Extended Stay Period**”).

AMENDMENTS TO ACCOMMODATION, ACCESS AND FORBEARANCE AGREEMENTS

3. **THIS COURT ORDERS** that the CCAA Parties be and they are hereby authorized and empowered to enter into and perform their obligations under a certain First Amendment to the Accommodation Agreement (as defined in the Initial Order), substantially in the form of the amending agreement attached as Exhibit “A” to the Garrah Affidavit (the “**Accommodation Amending Agreement**”), and that the Accommodation Amending Agreement be and is hereby approved.

4. **THIS COURT ORDERS** that the CCAA Parties be and they are hereby authorized and empowered to enter into and perform their obligations under a certain First Amendment to the Access Agreement (as defined in the Initial Order), substantially in the form of the amending agreement attached as Exhibit “B” to the Garrah Affidavit (the “**Access Amending Agreement**”), and that the Access Amending Agreement be and is hereby approved.

5. **THIS COURT ORDERS** that the CCAA Parties be and they are hereby authorized and empowered to enter into and perform their obligations under a certain First Amendment to the Forbearance Agreement (as defined in the Initial Order), substantially in the form of the amending agreement attached as Exhibit “C” to the Garrah Affidavit (the “**Forbearance Amending Agreement**”), and that the Forbearance Amending Agreement be and is hereby approved.

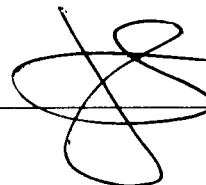
6. **THIS COURT ORDERS AND DECLARES** that the terms of the Initial Order relating to the Accommodation Agreement, the Access Agreement and the Forbearance Agreement continue to apply with full force and effect to the Accommodation Agreement, the Access Agreement and the Forbearance Agreement as amended by the Accommodation Amending Agreement, the Access Amending Agreement and the Forbearance Amending Agreement, respectively.

EXTENDED CASH FLOW PROJECTIONS

7. **THIS COURT ORDERS** that the Applicants shall deliver to the Customers and Comerica and file with the Court an extended cash flow projection for the Extended Stay Period ending March 9, 2009, on or before March 6, 2009.

APPROVAL OF THE ACTIONS OF THE MONITOR

8. **THIS COURT ORDERS** that the Third Report, and the actions and activities of the Monitor as reported therein, be and are hereby approved.

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke, positioned above a solid horizontal line.

Joanne Nicoara
Registrar, Superior Court of Justice

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

FEB 27 2009

PER / PAR: JSN

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 NMC CANADA, INC. AND
2515080 NOVA SCOTIA COMPANY

Applicants

Court File No. 09-CL- 7960

ONTARIO

**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at TORONTO

ORDER

LANG MICHENER LLP

Lawyers – Patent & Trade Mark Agents
Brookfield Place, P.O. Box 747
181 Bay Street, Suite 2500
Toronto, ON M5J 2T7

Sheryl E. Seigel (LSUC No. 21850H)

Tel: 416-307-4063

Fax: 416-365-1719

E-mail: sseigel@langmichener.ca

John S. Contini (LSUC #30610B)

Tel : 416-307-4148

Fax: (416) 365-1719

E-mail : jcontini@langmichener.ca

Lawyers for the Applicants