

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MR.) FRIDAY, THE 3rd DAY
JUSTICE MORAWETZ) OF APRIL 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, as extended from time to time (the "**Initial Order**"), the affidavit of Christopher Garrah sworn April 3, 2009 (the "**Garrah Affidavit**") and the Sixth 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**”), the United Steel, Paper and Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers Union (the “**USW**”), the National Automobile, Aerospace, Transportation and General Workers of Canada and its Local 1285 (the “**CAW**”), Martinrea Jonesville LLC (“**Martinrea Jonesville**”) and Martinrea International Inc. (“**Martinrea International**”), ~~and Orlando Corporation,~~ 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.

AMENDMENTS TO ACCOMMODATION, ACCESS AND FORBEARANCE AGREEMENTS

2. **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 Third 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 “**Third Accommodation Amending Agreement**”), and that the Third Accommodation Amending Agreement be and is hereby approved.

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 Third Amendment to the Forbearance Agreement (as defined in the Initial Order), substantially in the form of the

amending agreement attached as Exhibit “B” to the Garrah Affidavit (the “**Third Forbearance Amending Agreement**”), and that the Third Forbearance Amending Agreement be and is hereby approved.

4. **THIS COURT ORDERS AND DECLARES** that the terms of the Initial Order relating to the Accommodation Agreement and the Forbearance Agreement continue to apply with full force and effect to the Accommodation Agreement and the Forbearance Agreement as amended by the Accommodation Amending Agreement and the Forbearance Amending Agreement (as each are defined in the Order of this Court made on February 27, 2009), by the Second Accommodation Amending Agreement and the Second Forbearance Amending Agreement (as each are defined in the Order of this Court made on March 11, 2009), and by the Third Accommodation Amending Agreement and the Third Forbearance Amending Agreement, respectively.



PER/PAR:

APR 0 3 2009



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

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Court File No. 09-CL- 7960

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Proceeding commenced at TORONTO

ORDER

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