



SUPERIOR COURT OF JUSTICE

COUNSEL SLIP

COURT FILE NO.: **CV-23-00698576-00CL**
(CV-23-00698637-00CL, CV-23-00698632-00CL,
CV-23-00698395-00CL & CV-23-00699067-00CL) DATE: **JUNE 5, 2023**

NO. ON LIST: **2**

TITLE OF PROCEEDING: **KINGSETT MORTGAGE CORPORATION and DORR CAPITAL CORPORATION v. STATEVIEW HOMES (MINU TOWNS) INC. et al**

BEFORE JUSTICE: **PENNY**

PARTICIPANT INFORMATION

For Applicant:

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ENDORSEMENT OF JUSTICE PENNY:

KSV Restructuring Inc. as Receiver brings a motion for an order: a) approving the sale process set out in Section 5.0 of the First Report of the Receiver and authorizing the Receiver to conduct the Sale Process, including entering into specified realtor listing agreements; and, b) approving the First Report and the activities of the Receiver as described.

Five receivership orders have been made regarding a number of Stateview real estate projects: Nao Phase I, Nao Phase II, Minu, High Crown, On the Mark, BEA, Highview, Taurasi Holdings and Elm.

Due to the size and complexity of the Stateview projects, the Receiver engaged in a realtor selection process by which multiple national real estate brokerages were invited to submit proposals to market real properties for sale. The Receiver then considered the realtors' familiarity with the applicable market, their proposed marketing processes, their commission structures, the experience of their teams and feedback from key stakeholders. The Receiver selected: (i) Cushman & Wakefield ULC to sell the NAO Phase II and Elm Projects; (ii) Colliers International to sell the BEA and Highview Projects; (iii) Jones Lang LaSalle Real Estate Services, Inc. to sell the industrial properties owned by Taurasi Holdings and the High Crown Project; and (iv) CBRE Limited to sell the Minu and Nao Phase I Projects.

The Receiver, in conjunction with the mortgagees and the realtors, has developed the Sale Process in a manner that will realize and maximize the value of the projects in a timely fashion for the benefit of all stakeholders. The details of the proposed Sale Process are set out in Section 5.0 of the First Report.

In *CCM Master Qualified Fund Ltd v blutip Power Technologies Ltd*, 2012 ONSC 1750 at para 6, the court held that the criteria identified in *Soundair* also informs the determination of


whether to approve a court appointed receiver's proposed sale process. Specifically, the court is to assess:

- (a) the commercial efficacy of the proposed process in light of the specific circumstances facing the receiver;
- (b) the fairness, transparency and integrity of the proposed process; and
- (c) whether the sales process will optimize the chances, in the particular circumstances, of securing the best possible price for the assets up for sale.

There is no opposition to the form of order being sought. In the current circumstances it is in the interests of all stakeholders to maximize the value of recovery on these assets.

I am satisfied, on the basis of the Receiver's First Report and the submissions of counsel, that the proposed Sale Process is consistent with the criteria established in CCM, in that it will optimize the chance of securing the best possible price for each of the projects and will promote a disposition of the applicable receivership companies' assets that satisfies the Soundair criteria. Accordingly, the Sale Process is approved. I am also satisfied with the Receiver's First Report and the actions undertaken, as reported therein.

Orders to issue in the form signed by me this day.


Penny J.