

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE)
)
MR. JUSTICE HAINEY) FRIDAY, THE 20TH DAY
) OF APRIL, 2018



KINGSETT MORTGAGE CORPORATION

-and -

TEXTBOOK (445 PRINCESS STREET) INC.

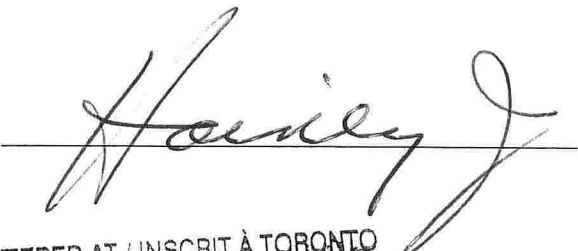
ANCILLARY ORDER

THIS MOTION, made by KSV Kofman Inc. ("**KSV**"), in its capacity as Court-appointed receiver and manager (in such capacity, the "**Receiver**"), without security, of all of the lands and premises municipally described as 429 and 445 Princess Street, Kingston, Ontario (collectively the "**Lands**") and all of the present and after-acquired assets, undertaking and properties of Textbook (445 Princess Street) Inc. (the "**Debtor**") related thereto (collectively, together with the Lands, the "**Property**"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, the Receiver's First Report dated April 13, 2018 (the "**First Report**"), together with the appendices thereto, the affidavits of the Receiver and its counsel as to fees (the "**Fee Affidavits**"), and on hearing the submissions of counsel for the Receiver and such other counsel as were present, no one appearing for any other person on the

service list, although properly served as appears from the affidavit of Danish Afroz sworn April 13, 2018, filed,

1. **THIS COURT ORDERS** that the Confidential Appendices to the First Report shall be sealed and kept confidential until further Order of this Court.
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, the Receiver is authorized and directed to make one or more distributions to KingSett Mortgage Corporation Inc. ("**KingSett**") to repay up to the full amount owing to KingSett under its mortgage on the Property.
3. **THIS COURT ORDERS** that the report of KSV as Proposed Receiver dated January 5, 2018 and the First Report (collectively, the "**Reports**"), and the actions and activities of the Receiver as set out in the Reports, be and are hereby approved.
4. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its counsel, as set out in the First Report and the Fee Affidavits, be and are hereby approved.


ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO:
APR 20 2018
NB
PER / PAR:

KINGSETT MORTGAGE CORPORATION

APPLICANT

-and-

Court File No.: CV-17-589078-00CL

TEXBOOK (445 PRINCESS STREET) INC.

RESPONDENT

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

Proceeding commenced at Toronto

ANCILLARY ORDER

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.