

Feb. 21, 2019

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 URBANCORP (WOODBINE) INC. AND URBANCORP (BRIDLEPATH) INC., THE TOWNHOUSES OF HOGG'S HOLLOW INC., KING TOWNS INC., NEWTOWNS AT KINGTOWNS INC. AND DEAJA PARTNER (BAY) INC. (COLLECTIVELY, THE "APPLICANTS")

AND IN THE MATTER OF TCC URBANCORP (BAY) LIMITED PARTNERSHIP

Adjoined to Tuesday Feb 21/19

March 19, 2019 at 8:30 a.m. before me (1/2 DAY)

*[Handwritten Signature]*

March 19, 2019.

J. Parks - Terra Firma  
N. Rabinovitch for Israeli Functionary  
R. Schull for the Trustee.

At the previous attendance, Mr. Winter

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)  
Proceeding commenced at Toronto

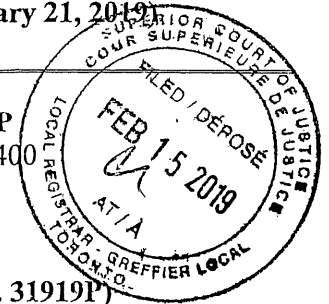
MOTION RECORD  
(Returnable February 21, 2019)

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Lawyers for the Moving Party, Guy Gissin the Israeli Court-appointed functionary officer and foreign representative of Urbancorp Inc.



on behalf of DP (Bny) Holdings Inc. had insufficient  
time to review the terms of the proposed  
settlement of claim and assignment of claim as  
negotiated by the other parties in  
advance. Mr. Winter's client has since  
been satisfied ~~with the settlement~~ by the  
explanation provided by the other parties  
and no longer expresses the relief  
that is requested in the motion today.  
Having heard submissions of counsel,  
I have been satisfied that

there have been bona fide and lengthy  
negotiations that have resulted in  
a commercial settlement, which  
will allow for timely distribution  
of funds to creditors who have valid  
claims. In addition, ~~the~~ this  
settlement, when implemented, will ~~result~~  
~~in the~~ allow these CCAA proceedings  
to be wound up in the near  
future. Order signed.

J. J. Evans PST.