

SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL

No.: 500-11-058613-205

DATE:

22 octobre 2020

PRESIDING:

M^e PATRICK GOSSELIN
Registraire

In the matter of the Notice of Intention to Make a Proposal under the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 of :

168662 CANADA INC.

Debtor / Applicant

and

RAYMOND CHABOT INC.

Trustee

ORDER EXTENDING THE NOI PROCEEDINGS AND APPROVING A KERP

- [1] **CONSIDERING** the *Motion for a Second Order Extending the NOI Proceedings and Approval of a KERP* (the "**Motion**"), as well as the exhibits and the affidavit of Mr. François Lapierre, filed in support thereof by the Debtor / Applicant 168662 Canada Inc. ("**Lilianne**");



- [2] **CONSIDERING** the Notice of intention to make a proposal filed by Lilianne on August 10, 2020 in accordance with the BIA (the "**NOI**");
- [3] **CONSIDERING** the Order Extending the NOI Proceedings rendered by this Court on September 9, 2020, according to which the time within which to file a proposal pursuant to subsection 62(1) of the Bankruptcy and Insolvency Act (the "**BIA**") and the corresponding stay of proceedings provided for in section 69 of the BIA were extended in accordance with subsection 50.4(9) of the BIA up to and including October 23, 2020;
- [4] **CONSIDERING** the support of Raymond Chabot Inc. in its capacity as trustee to the NOI (the "**NOI Trustee**");
- [5] **CONSIDERING** the provisions of the BIA;
- [6] **SEEING** the service of the Motion;
- [7] **CONSIDERING** the representations of counsel;

THE COURT HEREBY:

- [8] **GRANTS** the Motion.

SERVICE

- [9] **ORDERS** that any prior delay for the presentation of the Motion is hereby abridged and validated so that the Motion is properly returnable today and hereby dispenses with any further service thereof.
- [10] **PERMITS** service of this Order at any time and place and by any means whatsoever.

EXTENSION OF THE TIME TO FILE A PROPOSAL

- [11] **ORDERS** that the time within which to file a proposal pursuant to subsection 62(1) of the BIA and the corresponding stay of proceedings provided for in section 69 of the BIA, be and are hereby extended in accordance with subsection 50.4(9) of the BIA up to and including December 6, 2020.

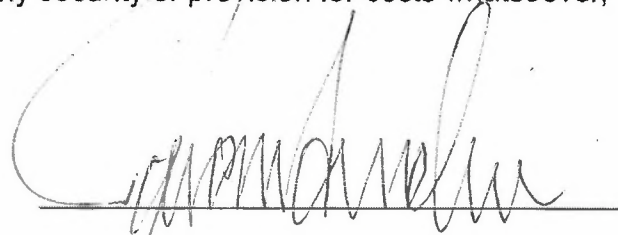
APPROVAL OF THE KERP

- [12] **ORDERS** that the Key Employee Retention Plan, Exhibit P-3, is hereby approved, and Lilianne is hereby authorized and empowered to perform its obligations set forth thereunder, including by making the payments in accordance with the terms set out therein.



GENERAL

- [13] **ORDERS** that Exhibits P-3 and P-4 to the Motion, as well as the Schedules A and B to the NOI Trustee's Report on the State of the Insolvent Person's Business and Financial Affairs containing the NOI Trustee's Report on Cash Flow Statement, the Cash Flow Statement and the Notes to the Cash Flow Statement and the detail of the proposed key employee retention program, be kept confidential and under seal until further order of this Court or upon consent of Lilianne and of the NOI Trustee.
- [14] **DECLARES** that this Order and all other orders in these BIA proceedings shall have full force and effect in all provinces and territories in Canada.
- [15] **REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, in the United States of America or elsewhere, to give effect to this Order and these proceedings under the BIA and to assist, Lilianne, the NOI Trustee and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to Lilianne and the NOI Trustee, as an officer of this Court, as may be necessary or desirable to give effect to the Order, to grant representative status to the NOI Trustee in any foreign proceeding or to assist Lilianne, the NOI Trustee and their respect agents in carrying out this Order.
- [16] **ORDERS** the provisional execution of this Order notwithstanding any appeal and without the necessity of furnishing any security or provision for costs whatsoever;
- [17] **THE WHOLE** without costs.



M^e PATRICK GOSSELIN
Registraire

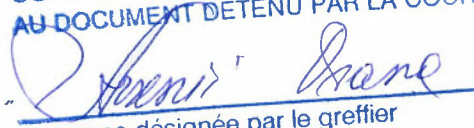
MCCARTHY TÉTRAULT LLP

M^{TRE} MIGUEL BOURBONNAIS

M^{TRE} PASCALE KLEES-THEMENS

Attorneys for the Debtor / Applicant 168662 Canada Inc.

Hearing date: October 22, 2020

COPIE CERTIFIÉE CONFORME
AU DOCUMENT DÉTENU PAR LA COUR

Personne désignée par le greffier