

ONTARIO
SUPERIOR COURT OF JUSTICE
[IN BANKRUPTCY AND INSOLVENCY]
(COMMERCIAL LIST)

THE HONOURABLE) THURSDAY, THE 9TH
)
JUSTICE KIMMEL) DAY OF FEBRUARY, 2023

IN THE MATTER OF THE BANKRUPTCY OF
BRAMALEA INC.
OF THE CITY OF TORONTO IN THE PROVINCE OF ONTARIO

ADMINISTRATIVE ORDER

THIS MOTION, made by MNP Ltd. in its capacity as the trustee (the “**Trustee**”) of the bankruptcy estate of Bramalea Inc. (the “**Bankrupt**”) for an order, *inter alia*:

1. approving the activities of the Trustee as set out in the second report of the Receiver dated January 30, 2023 and the appendices thereto (the “**Second Report**”), as well as, the confidential appendices to the Second Report (the “**Confidential Appendices**”);
2. approving the fees and disbursements of the Trustee and its counsel; and
3. sealing the Confidential Appendices,

was heard this day by judicial videoconference at the Courthouse at 330 University Avenue, Toronto, Ontario.

ON READING the Second Report, the Confidential Appendices, the affidavits of the Trustee and its counsel as to fees appended to the Second Report (collectively, the “**Fee Affidavits**”), and on hearing the submissions of counsel for the Trustee and such other counsel and parties listed on the Participant Attendance Slip, no one else appearing although served as evidenced by the Affidavit of Amanda Adamo sworn January 30, 2023, filed;

APPROVAL OF ACTIVITIES AND FEES

1. **THIS COURT ORDERS** that the activities of the Trustee as set out in the Second Report and the Confidential Appendices are hereby approved.

2. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its counsel and as set out in the Second Report and the Fee Affidavits are hereby approved.

DIRECTION RE: EXPENSE REIMBURSEMENT & BREAK FEE

3. **THIS COURT ORDERS** that the Trustee be and is hereby authorized and directed to pay the Expense Reimbursement and Break Fee (each as defined and described in the Second Report) to RCC Enterprises Inc. o/a Railway Construction Company (or as it may direct in writing) in accordance with the terms of the Stalking Horse Agreement (as defined in the Second Report).

SEALING

4. **THIS COURT ORDERS** that the Confidential Appendices be and are hereby sealed and shall not form part of the public record pending closing of the Transaction or further order of this Court.

EFFECTIVENESS

5. **THIS COURT ORDERS** that this order is effective from today's date and is enforceable without the need for entry and filing.

**IN THE MATTER OF THE BANKRUPTCY OF
BRAMALEA INC.
OF THE CITY OF TORONTO IN THE PROVINCE OF ONTARIO**

**Court File No. 31-299040
Estate File No. 31-299040**

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SUPERIOR COURT OF JUSTICE
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[COMMERCIAL LIST]**

Proceedings commenced at Toronto

ADMINISTRATIVE ORDER

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