

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

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL
OF KMW ENERGY INC.**

KMW, the Stalking Horse Bidder (2751602 Ontario Inc.) and 462673 Ontario Inc. o/a Nor-Arc Steel Fabricators do not oppose the order sought on the basis that GRE has agreed to refrain from terminating the Contract and taking steps to call on the underlying performance bond until June 1, 2020. If another qualified bidder arises as a result of the sales process and wishes to discuss with GRE the assumption of the GRE Contract and KMW's obligations thereunder, GRE has agreed to discuss timing of the termination beyond June 1.

Hainey, J.

*Order to go on the
terms of the attached*

Hainey J.

May 15, 2020

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

THE HONOURABLE MR.) FRIDAY, THE 15th
JUSTICE HAINEY) DAY OF MAY, 2020

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL
OF KMW ENERGY INC.**

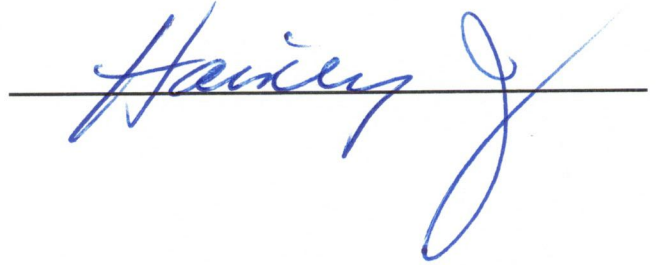
**ORDER
(Motion to Lift Stay of Proceedings)**

THIS MOTION, made by Georges River Energy, LLC ("**GRE**") for an Order pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3 (the "**BIA**") lifting the stay of proceedings (the "**Stay of Proceedings**") under Section 69(1) of the BIA proceeded by way of judicial videoconference due to the COVID-19 crisis, in accordance with the change in operations of the Commercial List in light of the COVID-19 crisis and the Chief Justice's Notice to the Profession dated March 15, 2020.

ON READING the affidavit of James A. Robbins sworn May 1, 2020 and the exhibits thereto, the Motion Record of GRE dated May 5th, 2020, and on hearing the submissions of counsel for GRE, counsel for KMW Energy Inc. ("**KMW**"), counsel for MNP Ltd. in its capacity as proposal trustee of KMW, counsel for Liberty Mutual Insurance Company, counsel for 2751602 Ontario Inc. and 462673 Ontario Inc. o/a Nor-Arc Steel Fabricators and counsel for PepsiCo Foods Canada, no one appearing although duly served as appears from the affidavit of service of Sophie Moher sworn May 6th, 2020,

1. **THIS COURT ORDERS** that the time for service of this Motion is abridged and validated, and the court hereby dispenses with further service hereof.

2. **THIS COURT ORDERS** that the Stay of Proceedings established by section 69(1) of the BIA shall be and is hereby lifted for the sole purpose of permitting GRE to declare a default and formally terminate KMW's right to complete the contract between GRE and KMW dated December 6, 2016.

A handwritten signature in blue ink is written over a solid horizontal black line. The signature is cursive and appears to read "Harvey J".

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF KMW ENERGY INC.

Estate File Number: 35-2638322

Court File No.: 35-2638322

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PROCEEDING COMMENCED AT
TORONTO

**ORDER
(Motion to Lift Stay of Proceedings)**

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