



ONTARIO SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

COUNSEL SLIP/ENDORSEMENT

COURT FILE NO.: CV-21-00670723-00CL DATE: 22 September 2023
Registrar: Riley, Christopher

NO. ON LIST: 3

TITLE OF PROCEEDING: PS Holdings 1 LLC et al v. 2738283 Ont Inc et al

BEFORE JUSTICE: Osborne

PARTICIPANT INFORMATION

For Plaintiff, Applicant, Moving Party, Crown:

| Name of Person Appearing | Name of Party | Contact Info |
|--------------------------|------------------------|----------------------|
| Mitch Grossell | MNP Ltd., the Receiver | mgrossell@tgf.ca |
| Sheldon Title | Receiver | sheldon.title@mnp.ca |
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For Defendant, Respondent, Responding Party, Defence:

| Name of Person Appearing | Name of Party | Contact Info |
|--------------------------|---------------|--------------|
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For Other, Self-Represented:

| Name of Person Appearing | Name of Party | Contact Info |
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ENDORSEMENT OF JUSTICE OSBORNE:

1. MNP, in its capacity as court-appointed Receiver of the Debtors, moves for various relief including:
 - a. approval, *nunc pro tunc*, of a letter agreement dated October 17, 2022 among the Receiver, Morris Group Financial and Blake Larsen;
 - b. discharge of the Receiver effective upon the filing of the Discharge Certificate;
 - c. approval of the activities of the Receiver as set out in the Third Report dated September 14, 2023, together with approval of the fees of the Receiver and its counsel;
 - d. approval of final payments and distributions as set out in the Third Report;
 - e. a release of the Receiver; and
 - f. an order unsealing Confidential Appendices 1 -4 inclusive of the First Report, which were sealed pending further order of the Court.
2. The Service List was served on September 14. The relief sought today is unopposed. Defined terms in this endorsement have the meaning given to them in the motion materials and/or the Third Report.
3. In the circumstances, I am satisfied that the relief sought should be granted.
4. The letter agreement addresses in a practical way the related claim, all as set out in the Third Report.
5. The claims process and other matters having been completed, there is nothing further to do in this matter beyond the remaining distributions and cleanup, with the result that a discharge, effective upon the filing of the Certificate, is appropriate.
6. The remaining final payments and distributions are approved and authorized.
7. I am satisfied that the activities of the Receiver as set out in the Third Report are appropriate and were accretive to the positive outcome achieved in the circumstances of this matter. The fees of the Receiver and its counsel are reasonable and are approved.
8. The previous sealing order was made on a temporary basis pending further order of the Court and is no longer justified under the *Sierra Club* and *Sherman Estate* framework, with the result that those materials are unsealed and shall form part of the public Court file effective immediately.
9. I am grateful to the Receiver and its counsel for the work in this matter.
10. Order to go in the form signed by me today and which is effective immediately and without the necessity of issuing and entering.

Osborne, J.