

Court File No. CV-23-00032284-0000

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR)
JUSTICE)
GEORGE W. KING)

JAN 14 2025

WEEKDAY, THE # ✓
DAY OF MONTH, 20YR ✓

BETWEEN:



BANK OF MONTREAL

Applicant

- and -

KINGSVILLE BREWING COMPANY INC.

Respondent

APPLICATION UNDER SECTION 243(1) of the BANKRUPTCY AND INSOLVENCY
ACT R.S.C. 1985, c. B-3, as amended and SECTION 101 of the COURTS OF
JUSTICE ACT, R.S.O. 1990, c. c-43, as amended

DISCHARGE ORDER

THIS MOTION, made by Kingsville Brewing Company Inc. (the “Debtor”), for an
order:

1. validating the manner of service and declaring that this motion is properly returnable before the Court;
2. approving the activities of MNP Ltd. (“MNP”) as set out in the report of MNP, in its capacity as Court-appointed receiver and manager (the “Receiver”), dated [DATE] (the “Report”);
3. approving the fees and disbursements of the Receiver and its counsel;

3. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its counsel, as described and allocated in the Report and as set out in the Fee Affidavits appended thereto, be and are hereby approved.

4. **THIS COURT ORDERS** that the Receiver be and is hereby authorized and directed, without further Order of this Court, to distribute:

- (a) the balance of the remaining funds held by the Receiver in respect of this receivership as follows:
 - (i) first, to the Receiver and Receiver's counsel for their respective fees and disbursements; and
 - (ii) the balance, if any, to the Debtor.

RECEIVER'S DISCHARGE

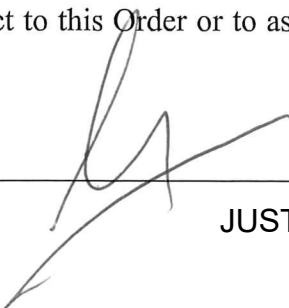
5. **THIS COURT ORDERS** that, upon the Receiver filing the Discharge Certificate, in the form attached as Schedule "A", the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtor, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of MNP, in its capacity as Receiver.

6. **THIS COURT ORDERS AND DECLARES** that MNP is hereby released and discharged from any and all liability that MNP now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of MNP while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, MNP is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its 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 the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

Date of Issuance: January 24, 2025



JUSTICE

Schedule "A"
[Discharge Certificate]

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RECEIVER'S DISCHARGE CERTIFICATE
(on motion to discharge the Receiver)

RECITALS

A Pursuant to an Order of the Honourable Mr. Justice Munroe of the Ontario Superior Court of Justice (the “**Court**”) dated August 22, 2023, MNP Ltd. was appointed as the receiver and manager (in such capacity, the “**Receiver**”) without security, of all the assets, undertakings and properties of Kingsville Brewing Company Inc. (“**KBC**”).

B Pursuant to an Order of the Court dated [DATE], the Court approved the discharge of the Receiver to become effective upon the filing by the Receiver of a certificate certifying that all outstanding matters in respect of the receivership proceeding have been completed.

THE RECEIVER CERTIFIES the following:

1. All outstanding matters in respect of the receivership proceeding, including but not limited to those set out in the Report of the Receiver dated [DATE], have been completed; and
2. This Certificate was delivered by the Receiver at ___[TIME] on ___[DATE].

DATED the ____ day of _____, 20__.

MNP LTD, in its capacity as the court appointed receiver of **KINGSVILLE BREWING COMPANY INC.**, and not in its personal or corporate capacity.

Per: _____
Name:
Title:

BANK OF MONTREAL

and

KINGSVILLE BREWING
COMPANY INC.

Applicant

Respondent

Court File No: CV-23-00032284-0000

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at WINDSOR

DRAFT DISCHARGE ORDER

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