

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(Commercial List)**

THE HONOURABLE ) TUESDAY, THE 25th  
JUSTICE CONWAY ) DAY OF AUGUST, 2020

B E T W E E N:

**BLUTRICH HOLDINGS INC.**

Plaintiff

- and -

**SHARINA KHAN AKA SHARINA IMRAN KHAN AKA SHARINA IMRAN-KHAN,  
BARNABAS KHAN AKA JAMES KHAN, 2668361 ONTARIO INC. O/A REDLINE  
PROMOTIONS O/A QUEEN’S EVENTS, MERLIN’S ENTERPRISES INC.,  
SHAMAR KHAN, ADAM WALTER CROSSLEY, BRYAN JAMES HINES, 2569677  
ONTARIO INC. O/A ACCOUNTABLE TAX & BOOKKEEPING SERVICES,  
PEOPLE’S PROPERTY MANAGEMENT INC., KARINA KHAN, SHARMIN IMRAN  
A.K.A. SHARMIN KHAN, NIKITA AZEEZ, AMAZON WOOD CORPORATION,  
2717847 ONTARIO INC. O/A REDLINE PROMOTIONS O/A MERLIN’S PARTY  
BOUNCERS AND 1005182 ONTARIO LIMITED**

Defendants

**APPROVAL AND VESTING ORDER**

**THIS MOTION**, made by MNP Ltd. (the “**Receiver**”), in its capacity as Court-appointed receiver (the “**Receiver**”) of all of the assets, undertakings and properties of the Defendants, Sharina Khan aka Sharina Imran Khan aka Sharina Imran-Khan, Barnabas Khan aka James Khan, 2668361 Ontario Inc. o/a Redline Promotions also o/a Queen’s Events, Merlin’s Enterprises Inc., Shamar Khan, 2569677 Ontario Inc. o/a Accountable Tax & Bookkeeping

Services, People's Property Management Inc., Karina Khan, Sharmin Imran aka Sharmin Khan, Nikita Azeez, Amazon Wood Corporation, and 2717847 Ontario Inc. o/a Redline Promotions o/a Merlin's Party Bouncer (collectively, the "**Defendants**"), for an order approving the sale (the "**Transaction**") of a 2019 Regal 28 Express motorboat (the "**28 Express**") on the terms contemplated by an agreement of purchase and sale (the "**APS**") between the Receiver and Brent Fraser (the "**Purchaser**") dated July 13, 2020, and appended to the First Report of the Receiver dated August 14, 2020 (the "**First Report**"), and vesting in the Purchaser all of the Defendants' right, title and interest in and to the 28 Express upon closing of the Transaction, was heard this day by videoconference due to the COVID-19 crisis.

**ON READING** the First Report and on hearing the submissions of counsel for the Receiver, other counsel and parties being present as appears from the counsel slip who did not make submissions, and no one else appearing for any other person although properly served as appears from the affidavits of Janet Nairne sworn August 17, 2020 and August 21, 2020, filed:

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion, the Motion Record and the First Report is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further services thereof.
2. **THIS COURT ORDERS AND DECLARES** that the Transaction is hereby approved, and the execution of the APS by the Receiver is hereby authorized and approved, with such minor amendments as the Receiver may deem necessary. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Transaction and for the conveyance of the Purchased Assets to the Purchaser.
3. **THIS COURT ORDERS AND DECLARES** that upon the delivery of a Receiver's certificate to the Purchaser substantially in the form attached as Schedule "A" hereto (the "**Receiver's Certificate**"), all of the Defendants' right, title and interest in and to the 28 Express shall vest absolutely in the Purchaser, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the "**Claims**") including, without limiting

the generality of the foregoing: (i) any encumbrances or charges created by the Orders dated September 20, 2019, September 24, 2019, October 3, 2019, October 23, 2019 and November 13, 2019 of the Order of the Honourable Justice Hainey dated January 31, 2020, and (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry system.

4. **THIS COURT ORDERS** that for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the 28 Express shall stand in the place and stead of the 28 Express, and that from and after the delivery of the Receiver's Certificate all Claims shall attach to the net proceeds from the sale of the 28 Express with the same priority as they had with respect to the 28 Express immediately prior to the sale, as if the 28 Express had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

5. **THIS COURT ORDERS AND DIRECTS** the Receiver to file with the Court a copy of the Receiver's Certificate, forthwith after delivery thereof.

6. **THIS COURT ORDERS** that, notwithstanding:

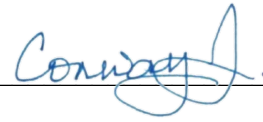
- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Defendants and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Defendants;

the vesting of the 28 Express in the Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Defendants and shall not be void or voidable by creditors of the Defendants, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or

provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

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.

8. **THIS COURT ORDERS** that this Order is effective from today's date and is not required to be entered.



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**SCHEDULE “A”**

**FORM OF RECEIVER’S CERTIFICATE**

Court File No. CV-19-627806-00CL

**BLUTRICH HOLDINGS INC.**

Plaintiff

- and -

**SHARINA KHAN AKA SHARINA IMRAN KHAN AKA SHARINA IMRAN-KHAN,  
BARNABAS KHAN AKA JAMES KHAN, 2668361 ONTARIO INC. O/A REDLINE  
PROMOTIONS O/A QUEEN’S EVENTS, MERLIN’S ENTERPRISES INC.,  
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2717847 ONTARIO INC. O/A REDLINE PROMOTIONS O/A MERLIN’S PARTY  
BOUNCERS AND 1005182 ONTARIO LIMITED**

Defendants

**RECEIVER’S CERTIFICATE**

**RECITALS**

A. Pursuant to an Order of the Honourable Justice Hainey of the Ontario Superior Court of Justice (the “**Court**”) dated January 31, 2020, MNP Ltd. was appointed receiver (the “**Receiver**”) of the all of the assets, undertakings and properties of the Defendants, Sharina Khan aka Sharina Imran Khan aka Sharina Imran-Khan, Barnabas Khan aka James Khan, 2668361 Ontario Inc. o/a Redline Promotions also o/a Queen’s Events, Merlin’s Enterprises Inc., Shamar Khan, 2569677 Ontario Inc. o/a Accountable Tax & Bookkeeping Services, People’s Property Management Inc., Karina Khan, Sharmin Imran aka Sharmin Khan, Nikita Azeez, Amazon Wood Corporation, and 2717847 Ontario Inc. o/a Redline Promotions o/a Merlin’s Party Bouncer (the “**Defendants**”).

B. Pursuant to an Order of the Court dated August 25, 2020, the Court approved the agreement of purchase and sale (the “APS”) between the Receiver and Brent Fraser (the “Purchaser”) dated July 13, 2020 with respect to the sale of a 2019 Regal 28 Express motorboat (the “28 Express”), and provided for the vesting in the Purchaser of the Defendants’ right, title and interest in and to the 28 Express, which vesting is to be effective with respect to the 28 Express upon the delivery by the Receiver to the Purchaser of a certificate confirming (i) the payment by the Purchaser of the Purchase Price for the 28 Express; (ii) that the conditions to Closing under the APS have been satisfied or waived by the Receiver and the Purchaser; and (iii) the Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the APS.

**THE RECEIVER CERTIFIES** the following:

1. The Purchaser has paid and the Receiver has received the Purchase Price for the 28 Express payable on the Closing Date pursuant to the APS;
2. The conditions to Closing of the APS have been satisfied or waived by the Receiver and the Purchaser; and
3. The Transaction has been completed to the satisfaction of the Receiver.
4. This Certificate was delivered by the Receiver at \_\_\_\_\_ on \_\_\_\_\_, 2020.

**MNP LTD.,  
SOLELY IN ITS CAPACITY AS  
RECEIVER OF  
SHARINA KHAN ET. AL.  
AND NOT IN ITS PERSONAL OR  
CORPORATE CAPACITY**

Per: \_\_\_\_\_  
Name:  
Title:

**BLUTRICH HOLDINGS INC.**  
Plaintiff

-and- **SHARINA KHAN et al**  
Defendants

Court File No. CV-19-627806-00CL

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***ONTARIO***  
**SUPERIOR COURT OF JUSTICE**  
**(COMMERCIAL LIST)**

PROCEEDING COMMENCED AT  
TORONTO

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**APPROVAL AND VESTING ORDER**

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**DICKINSON WRIGHT LLP**

Barristers & Solicitors

199 Bay Street

Suite 2200, Box 447

Commerce Court Postal Station

Toronto, Ontario

M5L 1G4

**Michael J. Brzezinski (63573R)**

Tel: 416-777-2394

Fax: 1-844-670-6009

Email: [mbrzezinski@dickinsonwright.com](mailto:mbrzezinski@dickinsonwright.com)

Lawyers for MNP Ltd.,  
in its capacity as Court-appointed Receiver