

**ONTARIO
SUPERIOR COURT OF JUSTICE**

THE HONOURABLE)
JUSTICE: *R.J. SMITH*) TUESDAY, THE 8TH DAY
) OF NOVEMBER, 2016.

BETWEEN:

BUSINESS DEVELOPMENT BANK OF CANADA

Applicant

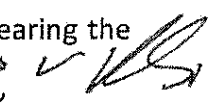
- and -

VERTAMIN REAL ESTATE INC.

Respondent

ORDER

THIS APPLICATION made by the Applicant, Business Development Bank of Canada (the "Bank"), for an Order pursuant to 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, appointing MNP Ltd. as receiver (the "Receiver") without security, of certain assets, undertakings and properties of the Respondent (hereinafter the "Debtor") acquired for, or used in relation to operations carried out at 1687 and 895 Montreal Road, Ottawa, Ontario, was heard this day at the Courthouse, 161 Elgin Street, Ottawa, Ontario, K2P 2K1.

ON READING the Notice of Application, the Affidavit of Marlène Rodrigue, sworn on August 30, 2016 and the Exhibits thereto, the Factum and Authorities of the Applicant, the Affidavit of Cuihua Jian, sworn on November 7, 2016 and the Exhibits thereto, on hearing the submissions of counsel for the parties, ~~and on reading the consent of the parties, filed,~~ 

1. **THIS COURT ORDERS** that the receivership order attached hereto as Schedule "A" shall be and is hereby issued (the "Receivership Order"). The issuance of the Receivership Order

shall be without prejudice to the Bank's right to seek to expand the scope of the said order in the event the Debtor defaults upon the terms of this Order or in the event of a shortfall after the Bank realizes on the Property (as such term is defined in the Receivership Order), in the event such realization is required by the Bank. The Receivership Order shall be held in escrow by the Bank's lawyer of record herein and shall be immediately released in the event of a default by the Debtor that is not remedied within ¹⁵ calendar days of such default. The Debtor shall not be entitled to notice of any such default and shall only be entitled to two (2) such defaults. In the event of a third default or a default that is not remedied in accordance with the foregoing, counsel for the Bank shall be entitled to immediately release the Receivership Order from escrow without further notice and the Receiver shall be entitled to immediately act upon the Receivership Order in accordance with the terms thereof.

2. **THIS COURT FURTHER ORDERS** that the Debtor shall make a payment to the Bank on account of interest arrears by way of certified funds in an amount of no less than \$179,842.93 on or before ~~November 30~~, 2016. From the date hereof onwards, the Debtor shall be required to keep monthly interest payments owing to the Bank current, and these payments shall be made by the Debtor to the Bank as follows:

- (a) Loan Number 068434-01: monthly interest payments in the amount of \$4,590 each shall be paid by the Debtor to the Bank on the 2nd day of each month, commencing on December 2, 2016; and
- (b) Loan Number 068434-04: monthly interest payments in the amount of \$8,395 each shall be paid by the Debtor to the Bank on the 1st day of each month from December 1, 2016 onwards.

3. **THIS COURT FURTHER ORDERS** that the Debtor shall be required to pay to the Bank a forbearance fee in the amount of \$20,000 as follows:

- (a) \$10,000 by way of certified funds on or before ~~December 30, 2016~~; and

within thirty days from this date

BS

administration

15,000

5,000

up to October 31, 2016

December 7

by the Debtor to the Bank by no later than July 28, 2016.

Debtor to the Bank by no later than July 28, 2016.

143,315.04

BS

BS

(b) \$10,000 by way of certified funds on or before ~~January 30~~, 2017. *May 28*

4. **THIS COURT FURTHER ORDERS** that the entire indebtedness owing to the Bank by the Debtor, including, without limitation, all outstanding principal, interest, fees, costs, disbursements and HST, shall be paid by or on behalf of the Debtor to the Bank in full by no later than ~~April~~ *May* 28, 2017. Without limiting the generality of paragraph one above, in the event the entire indebtedness owing to the Bank is not paid out in full in accordance with the foregoing, counsel for the Bank shall be entitled to immediately release the Receivership Order from escrow ~~without further~~ *15 days* notice and the Receiver shall be entitled to ~~immediately~~ *thereafter* act upon the Receivership Order in accordance with the terms thereof. *after expiry of the said notice.*

5. **THIS COURT FURTHER ORDERS** that the Debtor shall immediately start repaying municipal tax arrears, which total \$95,824.15 as of November 2, 2016, by way of monthly payments to the municipality of no less than \$7,985.35. All outstanding tax arrears must be repaid in full on or before ~~April~~ *May* 28, 2007. From the date hereof onwards, all required monthly payments owing on account of municipal taxes going forward shall be paid by the Debtor as and when due to the municipality, and the Debtor shall forthwith provide the Bank with written confirmation whenever such a payment is made, and shall provide documentary support evidencing any such payment.

[Signature]

ENTERED AT OTTAWA
INSCRIT A OTTAWA

ON/LE NOV 09 2016

DOCUMENT # *0411*

IN BOOK NO. 73-13
AU REGISTRE NO. 73-13

SCHEDULE "A"

RECEIVERSHIP ORDER ATTACHED

BUSINESS DEVELOPMENT BANK OF CANADA
Plaintiff

-and-

VERTAMIN INC. et al.

Defendants

Court File No.: 16-70260

ONTARIO SUPERIOR COURT OF JUSTICE

Proceedings commenced at Ottawa

ORDER

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