



Court File No. CV-23-00706813-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE	)	WEDNESDAY, THE 12 th
	)	
JUSTICE BLACK	)	DAY OF AUGUST, 2026

BETWEEN:

GENESIS MORTGAGE INVESTMENT CORPORATION

Applicant

-and-

1776411 ONTARIO LTD. and 1333 WEBER STREET KITCHENER LP

Respondents

IN THE MATTER OF AN APPLICATION UNDER SUBSECTION 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

DISTRIBUTION, DISCHARGE AND ANCILLARY RELIEF ORDER

THIS MOTION made by AlixPartners Restructuring, Inc. (“**AlixPartners**”), formerly KSV Restructuring Inc., in its capacity as the Court-appointed receiver and manager (in such capacity, the “**Receiver**”), without security, of all of the assets, undertakings and properties of the Respondents, 1776411 Ontario Ltd. (“**177 Ontario**”) and 1333 Weber Street Kitchener LP (“**1333 Weber LP**”, and together with 177 Ontario, the “**Debtors**”), for an order, among other things, (i) approving the activities described in the Receiver’s supplement to its second report dated October 4, 2024 (the “**Supplemental Second Report**”), and third report dated May 28, 2026 (the “**Third Report**”), (ii) subject to the Fee Accrual (defined below), authorizing and directing the Receiver

to pay to Bennett Jones LLP in trust for GFD 1333W Limited Partnership (the “**Purchaser**”) any remaining surplus proceeds from any funds the Receiver has received or may receive in respect of the receivership administration, (iii) approving and accepting the Receiver’s Interim Statement of Receipts and Disbursements for the period from October 12, 2023, to May 27, 2026, (iv) approving the fees and disbursements of the Receiver as set out in the affidavit of Mitch Vininsky sworn May 28, 2026, and of the Receiver’s counsel, Blaney McMurtry LLP (“**Blaney**”), as set out in the affidavit of Chad Kopach sworn May 21, 2026, and (v) discharging AlixPartners from the powers, duties and obligations attendant to its appointment as Receiver upon the Receiver filing a certificate with the Court to follow as soon as practicable upon completion of the Remaining Duties (as defined below), was heard this day by judicial videoconference via Zoom.

ON READING the Supplemental Second Report and appendices thereto, and the Third Report and appendices thereto, and upon hearing submissions of counsel for (i) the Receiver (ii) the Purchaser, (iii) Equitable Bank, (iv) CMLS Financial Ltd. and (v) Werner Leuschner, Kamal Patel, Jaykam Developers Limited and 1639993 Ontario Ltd., no one else appearing, although duly served as set out in the affidavit of service of Chad Kopach sworn August 5, 2026, filed,

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Receiver’s Notice of Motion dated May 29, 2026 (the “**NOM**”), the Receiver’s Supplementary Notice of Motion dated August 5, 2026 (the “**Supplementary NOM**”), and the related motion material filed in support of that NOM and Supplementary NOM, including the Receiver’s Motion Record dated May 29, 2026, and Supplementary Motion Record dated August 5, 2026 (collectively, the “**Motion Material**”), be and is hereby abridged, that service of the NOM, the Supplementary NOM, and the Motion Material is hereby validated, and that further service thereof is hereby dispensed with.

REPORT APPROVAL

2. **THIS COURT ORDERS** that the Supplemental Second Report and the Third Report, and the actions of the Receiver described therein, be and are hereby approved, provided, however, that only the Receiver, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

DISTRIBUTION

3. **THIS COURT ORDERS** that, subject to the Fee Accrual, the Receiver is hereby authorized and directed to distribute to Bennett Jones LLP, in trust for the Purchaser, the remaining surplus proceeds from any funds the Receiver has received, and may receive in respect of the receivership administration (the “**Distribution**”).

4. **THIS COURT ORDERS** that the Receiver is hereby authorized to take all reasonably necessary steps and actions to effect the Distribution in accordance with this Order, and shall not incur any liability as a result of making the Distribution.

5. **THIS COURT ORDERS** that notwithstanding anything else contained in this Order, the payments and the Distribution provided for in this Order shall be made 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, including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of The Honourable Justice Cavanagh made on October 12, 2023 (the “**Receivership Order**”), and (ii) all

charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* or any other personal property registry system or real property registry system.

6. **THIS COURT ORDERS** that the Receiver or any other person facilitating payments and the Distribution pursuant to this Order shall be entitled to deduct and withhold from any such payments or the Distribution such amounts as may be required to be deducted or withheld under any applicable law and to remit such amounts to the appropriate governmental authority or other person entitled thereto as may be required by such law. To the extent that amounts are so withheld or deducted and remitted to the appropriate governmental authority or other person entitled thereto, such withheld or deducted amounts shall be treated for all purposes as having been paid pursuant to this Order.

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

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

any payments or the Distribution made pursuant to this Order are final and irreversible and shall be binding on any trustee in bankruptcy that may be appointed in respect of any of the Debtors and shall not be void or voidable by creditors of any of the Debtors, 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* or any other applicable federal or provincial legislation, nor shall they constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation

STATEMENT OF RECEIPTS AND DISBURSEMENTS

8. **THIS COURT ORDERS** that the Receiver's Interim Statement of Receipts and Disbursements for the period from October 12, 2023, to May 27, 2026, as set out at Appendix "I" to the Third Report, be and is hereby accepted and approved.

APPROVAL OF PROFESSIONAL FEES AND COSTS AND FEE ACCRUAL

9. **THIS COURT ORDERS** that the fees and disbursements of the Receiver from September 1, 2024, to April 30, 2026, as set out in the Affidavit of Mitch Vininsky sworn May 28, 2026, and attached as Appendix "Q" to the Third Report, be and are hereby approved.

10. **THIS COURT ORDERS** that the fees and disbursements of the Receiver's counsel, Blaney, from September 1, 2024, to March 31, 2026, as set out in the Affidavit of Chad Kopach sworn May 21, 2026, and attached as Appendix "R" to the Third Report, be and are hereby approved.

11. **THIS COURT ORDERS** that the Receiver is authorized to maintain a reserve of \$150,000.00, plus HST (the "**Fee Accrual**"), in respect of fees and disbursements to complete the administration of the Receivership proceeding. The Receiver is authorized to draw upon the Fee Accrual based on actual time and disbursements incurred. Any surplus remaining from the Fee Accrual following the Receiver's discharge shall be distributed to Bennett Jones LLP, in trust for the Purchaser, along with an accounting, and shall constitute a "Distribution" in accordance with the terms of this Order.

DISCHARGE OF THE RECEIVER

12. **THIS COURT ORDERS** that upon the Receiver filing with this Court a certificate substantially in the form appended as Schedule “A” hereto certifying that the Receiver has completed the following remaining duties (the “**Remaining Duties**”):

- (a) effecting the Distribution in accordance with this Order;
- (b) preparing and executing a release and termination agreement under the Deposit Return Protocol (as defined in the Third Report);
- (c) assigning the Debtors into bankruptcy, if so authorized by the Court;
- (d) completing and filing final HST returns;
- (e) finalizing and closing all estate banking responsibilities; and
- (f) completing and submitting final reports pursuant to s.246 of the *Bankruptcy and Insolvency Act*,

the Receiver shall be discharged as Receiver of the Property (as defined in the Receivership Order), provided however that notwithstanding its discharge as Receiver herein, AlixPartners shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all authorizations, approvals, protections and stays of proceedings in favour of AlixPartners in its capacity as Receiver.

13. **THIS COURT FURTHER ORDERS** that AlixPartners is hereby forever released and discharged from any liability that AlixPartners now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of AlixPartners while acting in its capacity as Receiver including for certainty, in carrying out the Remaining Duties, save and except for any gross

negligence or willful misconduct on the Receiver's part. Without limiting the generality of the foregoing, AlixPartners 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 receivership, save and except for any gross negligence or willful misconduct on the Receiver's part.

14. **THIS COURT FURTHER ORDERS** that notwithstanding its discharge herein, AlixPartners may perform such incidental duties as may be required by it as Receiver to complete its obligations pursuant to its appointment as Receiver including, for certainty, carrying out the Remaining Duties, and AlixPartners shall be forever released and discharged from any and all liability related to such incidental duties, save and except for any gross negligence or willful misconduct on the Receiver's part.

GENERAL

14. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada.

15. **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.

16. **THIS COURT ORDERS** that this Order is effective from today's date and is enforceable without the need for entry and filing.

A handwritten signature in blue ink, appearing to read 'W.D. Black', is written over a horizontal line.

Justice W.D. Black

SCHEDULE "A"

Court File No. CV-23-00706813-00CL

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

GENESIS MORTGAGE INVESTMENT CORPORATION

Applicant

-and-

1776411 ONTARIO LTD. and 1333 WEBER STREET KITCHENER LP

Respondents

**IN THE MATTER OF AN APPLICATION UNDER SUBSECTION 243(1) OF THE
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SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, c. C. 43, AS AMENDED**

RECEIVER'S DISCHARGE CERTIFICATE

A. By Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated October 12, 2023 (the "**Receivership Order**"), AlixPartners Restructuring Inc., formerly KSV Restructuring Inc., was appointed receiver and manager (the "**Receiver**") without security, of all of the assets, undertakings and properties of 1776411 Ontario Ltd. and 1333 Weber Street Kitchener LP (collectively, the "**Debtors**") acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof (the "**Property**").

B. Pursuant to an Order of the Court dated August 12, 2026 (the "**Discharge Order**"), the Court provided for the discharge of the Receiver upon certification that the Receiver has completed the Remaining Duties, as defined in and approved by the Discharge Order.

THE RECEIVER CERTIFIES it has completed the Remaining Duties.

ALIXPARTNERS RESTRUCTURING INC.,
solely in its capacity as Court-appointed
Receiver of 1776411 Ontario Ltd. and 1333
Weber Street Kitchener LP, and not in its
personal capacity

Per:

 Name:

Title:

Court File No. CV-23-00706813-00CL

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Applicant

and

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Respondents

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

Proceeding commenced at Toronto

**DISTRIBUTION, DISCHARGE
AND ANCILLARY RELIEF ORDER**

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in its capacity as Court-appointed Receiver