

Court File No. 31-2436097  
Court File No. 31-2436108  
Court File No. 31-2436109



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

IN THE MATTER OF THE NOTICES OF INTENTION  
TO MAKE A PROPOSAL OF  
FLUID BRANDS INC.,  
11041037 CANADA INC. and 11041045 CANADA INC.

THE HONOURABLE MISTER )  
JUSTICE G. HAINES )

TUESDAY, THE 18<sup>TH</sup>  
DAY OF DECEMBER, 2018

BETWEEN:

(Court Seal)

**ORDER**

**THIS MOTION**, made by the Debtors, Fluid Brands Inc., 11041037 Canada Inc., and 11041045 Canada Inc. (collectively the "Companies"), for an Order extending the time within which the Companies must file their Proposals from December 20, 2018 to January 31, 2019 and other related relief was heard this day at the court house, 330 University Avenue, 7th Floor, Toronto, Ontario, M5G 1R7.

**ON READING** the Motion Record of the Companies, including the Affidavit of Fred Benitah sworn December 11, 2018, the Supplementary Motion Record of the Companies, including the Supplementary Affidavit of Fred Benitah sworn December 16, 2018, and the Second Report to Court of the Proposal Trustee dated December 12, 2018, the Responding Motion Record

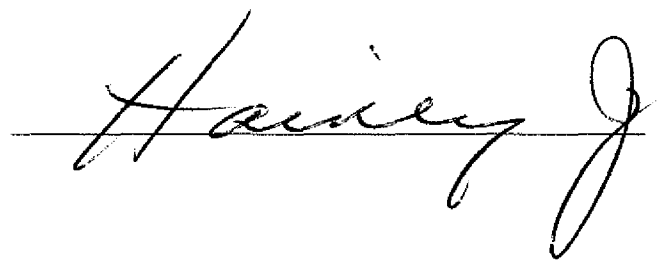
of IBSA dated December 17, 2018, including the Affidavit of Paul Brenner sworn December 17, 2018, the Factums and Briefs of Authorities filed by the Companies and IBSA, respectively, and on hearing the submissions of counsel for the Companies, counsel for IBSA, counsel for Richter Advisory Group Inc, counsel for 2668602 Ontario Inc. and counsel for Fred Benitah

1. **THIS COURT ORDERS** that the deadline for the filing of the Proposals to Creditors by the Companies is hereby extended to January 8, 2019.

2. **THIS COURT FURTHER ORDERS** that the Second Report to Court of the Proposal Trustee and the activities of the Proposal Trustee outlined therein are hereby approved.

3. **THIS COURT FURTHER ORDERS** the fees and disbursements of the Proposal Trustee in this matter, Richter Advisory Group Inc. and its counsel, Osler, Hoskin & Harcourt LLP, as outlined in the Second Report to Court of the Proposal Trustee and the Fee Affidavit(s) of Adam Sherman and Marc Wasserman appended to the Second Report, filed, are approved.

4. **THIS COURT FURTHER ORDERS** that the balance of the relief sought on this Motion is adjourned *sine die*.

A handwritten signature in cursive script, reading "Hainey J.", is written over a horizontal line. The signature is fluid and extends to the right of the line.

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PROCEEDING COMMENCED AT TORONTO

**ORDER**

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11041045 Canada Inc.