

CANADA

SUPERIOR COURT  
(Commercial Division)

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PROVINCE OF QUEBEC  
DISTRICT OF ST-FRANCOIS

Sitting as a court designated pursuant to the  
*Companies' Creditors Arrangement Act*, R.S.C.  
C. C-36, as amended)

N°: 450-11-000167-134

Sherbrooke, December 10, 2020

PRESENT: The Honourable Justice Gaétan  
Dumas, J.S.C.

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IN THE MATTER OF THE PLAN OF  
COMPROMISE OR ARRANGEMENT OF:

**MONTREAL, MAINE & ATLANTIC CANADA CO.  
(MONTREAL, MAINE & ATLANTIQUE CANADA  
CIE)**

PETITIONER

and

**RICHTER ADVISORY GROUP INC. (RICHTER  
GROUPE CONSEIL INC.)**

MONITOR

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**ORDER**

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**SEEING** Petitioner's *Application for a Twenty-Third Order Extending the Stay Period, for Approval of Professional Fees and for an Increase to the Administration Charge for US Professionals* (the "**Application**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, C-36 (as amended, the "**CCAA**") and the sworn declaration in support thereof, as well as the Monitor's Thirty-Third Report (exhibit R-1 to the Application);

**GIVEN** the provisions of the CCAA;

**GIVEN** the absence of contestation;

**WHEREFORE, THE COURT:**

[1] **GRANTS** the Application;

- [2] **DECLARES** that the notices given of the presentation of the Application are adequate and sufficient;

**EXTENSION OF THE STAY PERIOD**

- [3] **ORDERS** that the Stay Period, as defined in the Initial Order, is hereby extended up to and including June 18, 2021, the whole subject to all the other terms of the Initial Order;

- [4] **ORDERS** that all capitalized terms not otherwise defined in this order shall have the meanings ascribed thereto in the Amended Plan of Compromise and Arrangement dated as of June 8, 2015 (the "**Amended Plan**")

- [5] **DECLARES** that the Initial Order, as amended on August 23, 2013, September 4, 2013, October 9, 2013, January 23, 2014, February 11, 2014, February 25, 2014, March 12, 2014, April 29, 2014, June 30, 2014, September 24, 2014, November 24, 2014, April 15, 2015, November 30, 2015, May 30, 2016, October 20, 2016, June 16, 2017, December 20, 2017, June 18, 2018, November 21, 2018, June 17, 2019, November 29, 2019 and June 11, 2020 shall remain otherwise unchanged;

**APPROVAL OF FEES FOR CANADIAN PROFESSIONALS**

- [6] **APPROVES** the fees and disbursements (including taxes) of the following professionals as at November 30, 2020, in the following amounts:

- a) \$54,328 to Richter Advisory Group Inc., Monitor;
- b) \$20,221 to the Monitor's counsel, Woods LLP;
- c) \$16,060 to Petitioner's counsel, Gowling WLG (Canada) LLP;

- [7] **ORDERS** the Monitor to pay those fees and disbursements, which include applicable sales taxes, from the Indemnity Fund;

- [8] **ORDERS** that the balance of the Administration Charge, as it pertains to the Canadian Professionals, in the amount of \$317,455 plus taxes be held by the Monitor to secure the payment of all fees and disbursements to be incurred from December 1, 2020 to the closing of the CCAA Proceeding;

**INCREASE TO ADMINISTRATION CHARGE FOR U.S. PROFESSIONALS**

- [9] **ORDERS** that the amount of the Administration Charge Reserve and of the Administration Charge, as it pertains to the U.S. Professionals, as contemplated by the Amended Plan and the Canadian Approval Order, is hereby increased from \$8,000,000 plus any applicable taxes to \$8,850,000 plus any applicable taxes;
- [10] **ORDERS** the Monitor to pay the amount of \$850,000 to the Estate Representative from the Indemnity Fund;
- [11] **ORDERS** the provisional execution of this order notwithstanding any appeal, without the necessity of furnishing any security;
- [12] **THE WHOLE** without costs.

(s) Gaétan Dumas, j.c.s.

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GAETAN DUMAS, J.S.C.