

District of Ontario
Division No. 9 - Toronto
Estate/Court File No: 31-2205065
Estate/Court File No. 31-2205066

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
IN BANKRUPTCY AND INSOLVENCY

THE HONOURABLE MR.) MONDAY, THE 13th DAY
)
JUSTICE NEWBOULD) OF MARCH, 2017



**IN THE MATTER OF THE NOTICES OF INTENTION TO MAKE A PROPOSAL OF
MRP RETAIL INC. AND MRP FAMILY RETAIL INC.**

ORDER

THIS MOTION, made by MRP Retail Inc. and MRP Family Retail Inc. (“**MRPFR**”) and, together with MRPR, the “**Companies**”), was heard this day at 330 University Avenue, Toronto, Ontario.

1. **ON READING** the Motion Record of the Companies, including the Affidavit of Roy Perlman sworn March 13, 2017 and the exhibits thereto, on reading the Second Report to the Court of Richter Advisory Group Inc. (“**Richter**”), in its capacity as proposal trustee (the “**Proposal Trustee**”) in the Companies’ *Bankruptcy and Insolvency Act* (the “**BIA**”) proposal proceedings (collectively, the “**Proposal Proceedings**”) dated March 8, 2017 (the “**Second Report**”), and on hearing the submissions of counsel for the Companies, counsel for the Proposal Trustee, counsel for Canadian Imperial Bank of Commerce (“**CIBC**”), counsel to Pacific West Commercial Corporation, counsel to Ivanhoe Cambridge Inc., Morguard Investments Limited and 20 Vic Management Inc., ^{counsel for The Cadillac Fairview Group Ltd.} and no one else appearing although properly served as appears from the affidavit of Daphne Porter, sworn March 8, 2017, filed,

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SERVICE

1. **THIS COURT ORDERS** that the time for service and filing of the notice of motion and the motion record is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

APPROVAL OF ACTIVITIES AND FEES

2. **THIS COURT ORDERS** that the Second Report be and is hereby approved and the activities of the Proposal Trustee described therein be and are hereby approved.

3. **THIS COURT ORDERS** that the fees and disbursements with respect to the Companies of Richter for the period from January 1, 2017 to February 24, 2017, in the amount of \$139,705.75 (excluding HST), be and the same are hereby approved.

4. **THIS COURT ORDERS** that the fees and disbursements of the Proposal Trustee's legal counsel, Cassels Brock & Blackwell LLP, for the period from January 1, 2017 to February 28, 2017, in the amount of \$22,045.56 (excluding HST), be and the same are hereby approved.

DISTRIBUTION

5. **THIS COURT ORDERS** that the Companies shall jointly make a payment to CIBC up to the amount of the Companies' indebtedness to CIBC (the "**Distribution**"), and that the same be and is hereby approved. MRPFR's contribution to the Distribution shall be in an amount to be determined by the Companies, subject to the approval of the Proposal Trustee.

EXTENSION OF TIME

6. **THIS COURT ORDERS** that the time for the filing of a proposal by the Companies is hereby extended in accordance with section 50.4(9) of the BIA up to and including May 9, 2017.

GENERAL

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States or elsewhere, to give effect to this Order and to assist the Companies, the Proposal Trustee and their respective

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 provide such assistance to the Companies and to the Proposal Trustee, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Proposal Trustee in any foreign proceeding, or to assist the Companies and the Proposal Trustee and their respective agents in carrying out the terms of this Order.

A handwritten signature in blue ink, appearing to be 'D. J. ...', is written above a horizontal line.

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Proceedings commenced at Toronto

ORDER

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