

CANADA

SUPERIOR COURT
(Commercial Division)

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, November 21, 2018

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

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

ORDER

SEEING Petitioner's *Application for a Nineteenth Order Extending the Stay Period, for an Increase in the Administration Charge and for Approval of Professional Fees* (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 Twenty-Ninth 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;
- [3] **ORDERS** that the Stay Period, as defined in the Initial Order, is hereby extended by this Court up to and including June 19, 2019, the whole subject to all the other terms of the Initial Order;
- [4] **ORDERS** that all capitalized terms not otherwise defined herein 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 and June 18, 2018 shall remain otherwise unchanged;
- [6] **APPROVES** the fees and disbursements (including taxes) of the following professionals as at October 31, 2018, in the following amounts:
- a) \$224,521 to Richter Advisory Group Inc., Monitor;
 - b) \$25,938 to the Monitor's counsel, Woods LLP;
 - c) \$1,681 to the Monitor's US counsel, Verrill Dana LLP;
 - d) \$41,360 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 amount of the Administration Charge, as it pertains to the Canadian Professionals, as contemplated by the Amended Plan and the Canadian Approval Order, and as amended by Order dated March 3, 2016, is hereby increased from \$13,500,000 plus any applicable taxes to \$14,150,000 plus any applicable taxes;

- [9] **ORDERS** that the balance of the Administration Charge in the amount of \$525,362 plus taxes be held by the Monitor to secure the payment of all fees and disbursements to be incurred from November 1, 2018 to the closing of the CCAA Proceeding;
- [10] **ORDERS** the provisional execution hereof notwithstanding any appeal, without the necessity of furnishing any security;
- [11] **THE WHOLE** without costs.

Copie conforme

(s) Gaétan Dumas, j.c.s.

GAETAN DUMAS, J.S.C.