

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

THE HONOURABLE MR.) THURSDAY, THE 15th
)
JUSTICE NEWBOULD) DAY OF SEPTEMBER, 2016
)

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C 36, AS AMENDED**

**AND IN THE MATTER OF CERTAIN PROCEEDINGS TAKEN IN THE UNITED
STATES BANKRUPTCY COURT WITH RESPECT TO HORSEHEAD HOLDING
CORP., HORSEHEAD CORPORATION, HORSEHEAD METAL PRODUCTS, LLC,
THE INTERNATIONAL METALS RECLAMATION COMPANY, LLC AND
ZOCHEM INC. (collectively, the "Debtors")**

**APPLICATION OF ZOCHEM INC.
UNDER SECTION 46 OF THE
*COMPANIES' CREDITORS ARRANGEMENT ACT***

**ORDER
(Approval of Information Officer's and its Counsel's Fees and Disbursements)**

THIS MOTION, made by Richter Advisory Group Inc. in its capacity as the Court-appointed information officer (the "**Information Officer**") in the Part IV *Companies' Creditors Arrangement Act* (R.S.C. 1985, c. C-36, as amended) recognition proceedings of the Debtors (the "**CCAA Recognition Proceedings**") for an Order substantially in the form enclosed in the Motion Record, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Affidavit of Adam Sherman sworn September 9, 2016 (the "**Sherman Affidavit**") and the Affidavit of Robert J. Chadwick sworn September 9, 2016 (the "**Chadwick Affidavit**"), and on hearing the submissions of counsel for the Debtors, counsel to the Information Officer, counsel to the Ad Hoc Group of Senior Secured Noteholders and post-petition lenders (the "**DIP Lenders**") and Cantor Fitzgerald Securities, as administrative

agent, and no one else appearing although duly served as appears from the affidavit of service of Christopher Armstrong sworn September 12, 2016, filed:

1. **THIS COURT ORDERS** that the time for service 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 ACCOUNTS


2. **THIS COURT ORDERS** that (a) the fees and disbursements of the Information Officer, as set out in the Sherman Affidavit, and (b) the fees and disbursements of Goodmans LLP ("**Goodmans**") as set out in the Chadwick Affidavit, incurred in connection with this proceeding be and are hereby authorized and approved.

3. **THIS COURT ORDERS AND DECLARES** that the fees and disbursements of the Information Officer and Goodmans that are not set out in the Sherman Affidavit or the Chadwick Affidavit but that have been or will be incurred in the performance of the duties of the Information Officer are hereby authorized and approved up to a maximum of \$50,000 in the aggregate (excluding applicable taxes) and in that regard the Information Officer and Goodmans shall provide to the Debtors an account or accounts for the fees and disbursements of the Information Officer and Goodmans so incurred and the Debtors shall pay such fees and disbursements prior to the Effective Date (as such term is defined in the Debtors' Second Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code dated August 26, 2016).



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**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED,
IN THE MATTER OF CERTAIN PROCEEDINGS TAKEN IN THE UNITED STATES BANKRUPTCY COURT WITH
RESPECT TO HORSEHEAD HOLDING CORP., HORSEHEAD CORPORATION, HORSEHEAD METAL PRODUCTS, LLC, THE
INTERNATIONAL METALS RECLAMATION COMPANY, LLC AND ZOICHEM INC., AND APPLICATION OF ZOICHEM INC.
UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT***

Court File No. CV-16-11271-00CL

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

Proceeding commenced at Toronto

**ORDER
(Approval of Information Officer's and its Counsel's
Fees and Disbursements)**

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