

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, March 3, 2016

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

(APPROVAL OF PROFESSIONAL FEES AND FOR AN INCREASE IN THE ADMINISTRATION CHARGE)

SEEING the Petitioner and the Monitor's *Application for Approval of Professional Fees and for an Increase in the Administration Charge* (the "**Motion**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, C-36 (as amended, the "**CCAA**") and the affidavit in support thereof, as well as the Monitor's Twenty-Fifth Report;

GIVEN the provisions of the CCAA;

GIVEN the absence of contestation;

WHEREFORE, THE COURT:

[1] **GRANTS** the Motion;

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

- [3] **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**")
- [4] **APPROVES** the fees and disbursements (including taxes) of the following professionals (the "**Canadian Professionals**") as at December 31, 2016 in the following amounts:
- a) \$473,179 to Richter Advisory Group Inc., Monitor;
 - b) \$104,086 to the Monitor's counsel, Woods LLP;
 - c) \$65,833 to Petitioner's counsel, Gowling WLG (Canada) LLP;
- [5] **ORDERS** the Monitor to pay those fees and disbursements, which include applicable sales taxes, from the Indemnity Fund;
- [6] **ORDERS** that the amount of the Administration Charge, as it pertains to the Canadian Professionals (which include, without limitation, the Claims Officer), as contemplated by the Amended Plan and the Canadian Approval Order, is hereby increased from \$12,000,000 plus any applicable taxes to \$13,500,000 plus any applicable taxes;
- [7] **ORDERS** that the balance of the Administration Charge in the amount of \$1,858,233 (plus any applicable taxes) be held by the Monitor to secure the payment of all fees and disbursements to be incurred from January 1, 2017 to the closing of the CCAA Proceeding;
- [8] **ORDERS** the provisional execution of the present order notwithstanding any appeal, without the necessity of furnishing any security;
- [9] **THE WHOLE** without costs.

(s) Gaétan Dumas, j.c.s.

GAETAN DUMAS, J.S.C.