

CANADA

SUPERIOR COURT
(Commercial Division)

PROVINCE OF QUEBEC
DISTRICT OF ST-FRANÇOIS

(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

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

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

Debtor

and

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

Monitor

and

**GUY OUELLET, SERGE JACQUES and
LOUIS-SERGES PARENT**

*Court-Appointed Representatives
of the Class Members-PETITIONERS*

**APPLICATION FOR A DIRECTION OF PAYMENT TO COUNSEL
FOR THE COURT-APPOINTED REPRESENTATIVES OF THE CLASS MEMBERS
("CLASS COUNSEL")**

(Sections 9 and 11 et seq. of the Companies' Creditors Arrangement Act,
R.S.C. 1985, c. C-36 ("CCAA"))

**TO THE HONOURABLE MR. JUSTICE GAÉTAN DUMAS, JUDGE OF THE SUPERIOR
COURT, SITTING IN AND FOR THE JUDICIAL DISTRICT OF SAINT-FRANÇOIS, THE
PETITIONERS RESPECTFULLY SUBMIT THE FOLLOWING:**

1. This is an application brought by the Court-Appointed Class Representatives for an order for a direction of payment in accordance with this Honourable Court's Judgment rendered on November 26, 2015, which states in part:

[5] APPROUVE le versement aux procureurs des requérants des honoraires représentant 25% des dividendes versés aux membres du recours collectif en sus des débours au montant de 973,074.00\$ et les taxes applicables;	[5] APPROVES the payment to Class Counsel of fees in the amount of 25% of Class Members' recovery plus disbursements in the amount of \$973,074.00 plus applicable taxes;
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the whole as appears more fully from a copy of said Judgment, produced herein as **Exhibit CAR-1**;

2. In accordance with this Honourable Court's Judgment, to date, Class Counsel have received \$12,030,516 excluding taxes. This represented a provision of 25% of Class Members' previous distributions on account of moral and economic damages. The Monitor is now prepared to issue a further payment on account of Class Counsel fees based on 25% of what has been paid to Class Members to October 31, 2018. The amount of such fees has been calculated by the Monitor to be \$829,914 plus taxes, the whole as appears more fully from a chart prepared by the Monitor, produced herein as **Exhibit CAR-2**;
3. As previously described in detail in the Motion for Approval of Class Counsel Fees dated November 24, 2015, as well as, the Application for a Direction of Payment to Class Counsel dated June 7, 2018, Class Counsel have dedicated very considerable time and resources over the past several years, both in the CCAA Proceeding and in the Class Action on behalf of the citizens of Lac-Mégantic on a contingent-fee basis and were instrumental in bringing about the eventual Indemnity Fund that is in the process of being distributed;
4. The present Application is well-founded in fact and in law.

FOR THESE REASONS, MAY IT PLEASE THIS HONOURABLE COURT TO:

GRANT the present Application;

DIRECT the Monitor to pay to Class Counsel the amount of \$829,914 plus taxes;

THE WHOLE, without legal costs.

LAC-MÉGANTIC, November 14, 2018

(s) Daniel Larochelle

DANIEL E. LAROCHELLE L.L.B.
AVOCAT INC.

Per: Me Daniel E. Larochelle
Attorney for the Court-Appointed Class
Representatives

MONTRÉAL, November 14, 2018

(s) Jeff Orenstein

CONSUMER LAW GROUP INC.

Per: Me Jeff Orenstein
Attorneys for the Court-Appointed Class
Representatives

TORONTO, November 14, 2018

(s) Joel Rochon

ROCHON GENOVA LLP

Per: Me Joel P. Rochon
Attorneys for the Court-Appointed Class
Representatives

AFFIDAVIT

I, Jeff Orenstein, attorney, practicing my profession at 1030 rue Berri, Suite 102, Montreal, Quebec, H2L 4C3, solemnly affirm:

1. That I am one of the attorneys for the Court-Appointed Class Representatives in this matter;
2. That I have taken cognizance of the Application attached and the facts alleged therein are accurate to the best of my knowledge;
3. That said Application is made in good faith.

AND I HAVE SIGNED

(s) Jeff Orenstein

Jeff Orenstein

Solemnly affirmed before me at Montreal
this 14th day of November, 2018

(s) Andrew Garonce, #184 895

Commissioner of Oaths
for the judicial district of Montreal

TO: SERVICE LIST

TAKE NOTICE that the present Application will be presentable for adjudication before the Honourable Mr. Justice Gaétan Dumas J.S.C., in the district of Saint-François, on **November 21, 2018** at a **Time To Be Determined** and in a **Courtroom To Be Determined** of the **Sherbrooke Courthouse** located at 375 Rue King Ouest, Sherbrooke, Quebec, J1H 6B9.

LAC-MÉGANTIC, November 14, 2018

(s) Daniel Larochelle

DANIEL E. LAROCHELLE L.L.B.
AVOCAT INC.

Per: Me Daniel E. Larochelle
Attorney for the Court-Appointed Class
Representatives

MONTRÉAL, November 14, 2018

(s) Jeff Orenstein

CONSUMER LAW GROUP INC.

Per: Me Jeff Orenstein
Attorneys for the Court-Appointed Class
Representatives

TORONTO, November 14, 2018

(s) Joel Rochon

ROCHON GENOVA LLP

Per: Me Joel P. Rochon
Attorneys for the Court-Appointed Class
Representatives

N°: 450-11-000167-134

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-and-
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