



ONTARIO
Superior Court of Justice, Family Court
 (Name of Court)

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| Court File Number 252/15 |
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at **469 Montreal St., Kingston, Ontario, K7K 3H9**
 (Court office address)

Form 25: Order (general)

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| <input checked="" type="checkbox"/> | Temporary |
| <input type="checkbox"/> | Final |

Applicant(s)

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| <p><i>(Full legal name & address for service: street, number, municipality, postal code telephone & fax numbers & e-mail address (if any).)</i></p> <p>Mervin Brian Schick 2845 Washburn Road Inverary, Ontario K0H 1X0</p> | <p><i>Lawyer's name & address: street, number, municipality, postal code, telephone & fax numbers & e-mail address (if any).</i></p> <p>Mark S. LaFrance Kamin, LaFrance Barristers and Solicitors 797 Princess Street, Suite 300 Kingston, Ontario K7L 1G1 Tel: 613-549-3294 Fax: 613-549-2615 mark.lafrance@kingston.net</p> |
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Justice T. Minnema

Judge (Print or type name)

December 29, 2023

Date of order

Respondent(s)

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| <p><i>Full legal name & address for service: street, number, municipality, postal code telephone & fax numbers & e-mail address (if any).</i></p> <p>Deborah Lynn Cardinal (formerly Schick) c/o Counsel</p> | <p><i>Lawyer's name & address: street, number, municipality, postal code, telephone & fax numbers & e-mail address (if any).</i></p> <p>Kulbir K. Rahal Vaid Gene C. Colman Family Law Centre Barristers and Solicitors 25 Bowring Walk, Toronto, Ontario M3H 5Z5 Tel: 416-635-9264 Fax: 647-930-1835 kulbir@complexfamilylaw.com</p> |
| <p>-----</p> <p>1475459 Ontario Inc. (operating as End of The Roll) 695 Gardiners Road Kingston ON K7M 3Y4</p> <p>-----</p> <p>Schick's Holdings Inc. 695 Gardiners Road Kingston ON K7M 3Y4</p> | <p>-----</p> <p>-----</p> |

This order is made pursuant to provincial legislation only.

The court heard an application/motion made by *(name of person or persons)*

BDO Canada Limited ("**BDO**") in its joint capacities as the Court-appointed Sales Officer (in such capacity, the "**Sales Officer**") and the Court-appointed Liquidator (in such capacity, the "**Liquidator**", together with the Sales Officer, the "**Court Officer**") of all of the estate and effects of 1475459 Ontario Inc. ("**OPCO**"), for an order amongst other things, (i) approving the Third Report of the Court Officer, dated December 1, 2023 (the "**Third Report**") and the activities of the Court Officer set out therein, (ii) approving the Court Officer's interim statements of receipts and disbursements, (iii) approving the fees and disbursements of the Court Officer and its legal counsel, (iv) authorizing the Liquidator to file an assignment in bankruptcy with respect to OPCO, (v) approving and authorizing the Sales Officer to remit HST collected to the Canada Revenue Agency and (vi) terminating the Liquidator's and Sales Officer's Court-appointments and discharging the Liquidator and the Sales Officer.

The following persons were in court *(names of parties and lawyers in court)*

The court received evidence and heard submissions on behalf of *(name or names)*

~~PURSUANT TO THE DIVORCE ACT (CANADA), THIS COURT ORDERS THAT: (if not applicable, cross out this line)~~

~~PURSUANT TO THE CHILDREN'S LAW REFORM ACT, THIS COURT ORDERS THAT:
(if not applicable, cross out this line)~~

~~PURSUANT TO THE FAMILY LAW ACT, THIS COURT ORDERS THAT: (if not applicable, cross out this line)~~

THIS COURT ORDERS THAT *(specify legislation, where applicable):*

SERVICE

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion, the Affidavit of Brandy Kaddoura, sworn December 1, 2023, the Fee Affidavit of Jonathan Gross, sworn November 29, 2023, the Fee Affidavit of Matthew Marchand, sworn November 29, 2023, and the Third Report 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 Third Report and the Court Officer's activities set out therein are hereby approved, provided, however, that only the Court Officer, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

3. **THIS COURT ORDERS** that the Interim Statement of Receipts and Disbursements of the Court Officer as set forth in its Third Report be and the same are hereby approved.

4. **THIS COURT ORDERS** that the professional fees and disbursements of BDO in its capacity as Court Officer for the period from March 3, 2023 to November 28, 2023 in the amount of \$61,554.50 and HST of \$8,002.09 for a total of \$69,556.59, plus its estimated cost to complete the administration, as set out in the Affidavit of Matthew Marchand, sworn November 29, 2023 and attached as Appendix "H" to the Third Report, are hereby approved and the Court Officer is authorized to pay such fees and disbursements, with 50% to be paid on account of OPCO and 50% to be paid on account of Schick's Holdings Inc.

5. **THIS COURT ORDERS** that the professional fees and disbursements of Fogler, Rubinoff LLP, legal counsel to the Court Officer for the period from March 3, 2023 to November 27, 2023, in the amount of \$28,750.80 plus disbursements of \$185.28 and HST of \$3,761.68 for total of \$32,697.76, plus its estimated cost to complete the administration of OPCO, as set out in the Affidavit of Jonathan Gross, sworn November 29, 2023 and attached

as Appendix "J" to the Third Report, are hereby approved and the Court Officer is authorized to pay such fees and disbursements, with 50% to be paid on account of OPCO and 50% to be paid on account of Schick's Holdings Inc.

HST REMITTANCE

6. **THIS COURT ORDERS** that the Sales Officer is authorized and directed to remit to Canada Revenue Agency sales tax collected by the Sales Officer in the course of carrying out its sales process for the assets of OPCO in the amount of \$16,250.00.

BANKRUPTCY

7. **THIS COURT ORDERS** that the Liquidator is authorized to file an assignment in bankruptcy on behalf of OPCO.

DISCHARGE

8. **THIS COURT ORDERS** that upon payment of the amounts set out in paragraphs 4 – 6 hereof and on the Court Officer filing a certificate substantially in the form set out in Schedule "A" hereto (the "**Court Officer Discharge Certificate**"), the Court Officer shall be discharged as the Sales Officer and Liquidator of OPCO, provided however that notwithstanding its discharge herein (a) the Court Officer shall remain Court Officer for the performance of such incidental duties as may be required to complete the administration of the Court Officership herein, and (b) the Court Officer shall continue to have the benefit of the provisions all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of BDO in its capacity as Sales Officer and in its capacity as Liquidator.

9. **THIS COURT ORDERS AND DECLARES** that BDO is hereby released and discharged from any and all liability that BDO now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of BDO while acting in its capacity as Sales Officer or Liquidator, save and except for any gross negligence or wilful misconduct on the Sales Officer's or Liquidator's part. Without limiting the generality of the foregoing,

BDO is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within Court Officership proceedings, save and except for any gross negligence or wilful misconduct on the Sales Officer's or Liquidator's part.

GENERAL

10. **THIS COURT ORDERS** that this Order is effective from the date it is made and it is enforceable without any need for entry and filing.

Put a line through any blank space left on this page.

December 29, 2023

Date of signature



Signature of judge

Schedule "A" - Form of Court Officer's Discharge Certificate

Court File No. 252/15

ONTARIO
SUPERIOR COURT OF JUSTICE
FAMILY COURT

B E T W E E N:

MERVIN BRIAN SCHICK

Applicant

and

DEBORAH LYNN CARDINAL (FORMERLY SCHICK), 1475459 ONTARIO
INC. (OPERATING AS END OF THE ROLL) and SCHICK'S HOLDINGS INC.

Respondents

APPLICATION UNDER section 207, 248 and 209 of the *Business Corporations Act*, R.S.O. 1990,
c.B.16 and section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended

COURT OFFICER'S DISCHARGE CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Justice Minnema of the Ontario Superior Court of Justice (the "**Court**") dated March 2, 2022, BDO Canada Limited ("**BDO**") was appointed as the sales officer (the "**Sales Officer**") of the assets of 1475459 Ontario Inc. ("**OPCO**").

B. Pursuant to an Order of the Honourable Justice Minnema of the Court dated April 6, 2023, BDO was appointed as the liquidator (the "**Liquidator**") of the assets of OPCO.

C. Pursuant to an Order of the Honourable Justice Minnema of the Court dated January 3, 2024, (the "**Discharge Order**"), BDO was discharged as the Sales Officer and the Liquidator (together, the "**Court Officer**") to be effective upon the filing by the Court Officer of a certificate certifying that all matters to be attended to in connection with the Sales Officership and winding

up of OPCO have been completed to the satisfaction of the Court Officer, provided, however, that notwithstanding its discharge: (a) the Court Officer shall remain Court Officer for the performance of such incidental duties as may be required to complete the administration of the Sales Officership and the wind up herein, and (b) the Court Officer shall continue to have the benefit of the provisions all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of BDO in its capacity as Sales Officer and in its capacity as Liquidator.

D. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Discharge Order.

THE COURT OFFICER CERTIFIES the following:

1. All matters to be attended to in connection with the Sales Officership and the winding up of OPCO have been completed to the satisfaction of the Court Officer.
2. This Certificate was filed by the Court Officer with the Court on the ___ day of _____, 2024.

BDO CANADA LIMITED., solely in its capacities as the Court-appointed sales officer of the assets of 1475459 Ontario Inc. and the Court-appointed liquidator of all of estate and effects of 1475459 Ontario Inc., and not in its personal capacity or in any other capacity

Per:

Name: Matthew Marchand
Title: Partner & Senior Vice President