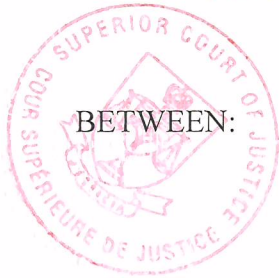


**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

THE HONOURABLE  
JUSTICE CONWAY

)  
)  
)

WEDNESDAY, THE 13<sup>th</sup> DAY  
OF SEPTEMBER, 2017



BETWEEN:

**CENTURION MORTGAGE CAPITAL CORPORATION**

Applicant

and

**TERRASAN 327 ROYAL YORK RD. LIMITED**

Respondent

**ORDER**

**THIS MOTION**, made by BDO Canada Limited, in its capacity as Court appointed receiver and manager (the “**Receiver**”) for an Order approving the letter agreement between the Receiver and 2402871 Ontario Inc. dated September 12, 2017 (the “**Letter Agreement**”), was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion of the Receiver dated September 12, 2017 and the Supplement to the Fourth Report of the Receiver dated September 12, 2017 (the “**Supplemental Report**”), and on hearing the submissions of counsel for the Receiver, and any such other counsel as were present, no one appearing for any other person on the service list, although properly served as appears from the Affidavit of Vanja Ginic sworn September 13, 2017 filed:

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion is abridged and validated such that this Motion is properly returnable today, and further service of the Notice of Motion is hereby dispensed with.

2. **THIS COURT DECLARES** that the Letter Agreement is hereby approved, together with the Price Adjustment (as defined therein), and the execution of the Letter Agreement by the Receiver is hereby authorized and approved, with such minor amendments as the Receiver may deem necessary.

3. **THIS COURT ORDERS** that the Approval and Vesting Order granted on August 25, 2017 is hereby amended such that any reference to "Asset Purchase Agreement", shall be deemed to be a reference to the "Asset Purchase Agreement, as amended by the Letter Agreement".

4. **THIS COURT ORDERS** that the Confidential Appendix A to the Supplemental Report shall be sealed, kept confidential and not form part of the public record, but shall be placed separate and apart from all other contents of the Court file, in a sealed envelope attached to a notice that sets out the title of these proceedings and a statement that the contents are subject to a sealing order ~~and shall only be opened upon further order of the Court.~~

*until the closing of the transaction pursuant to the asset Purchase Agreement, as amended by the Letter Agreement.*

*# ✓*

*Conway*

ENTERED AT / INSCRIT A TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO:

SEP 13 2017

PER / PAR: *[Signature]*

**CENTURION MORTGAGE CAPITAL CORPORATION**

- and -

**TERRASAN 327 ROYAL YORK RD. LIMITED**

Applicant

Respondent

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

PROCEEDING COMMENCED AT TORONTO

**ORDER**

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*Lawyers for the Receiver*