

ONTARIO
SUPERIOR COURT OF JUSTICE

THE HONOURABLE MR.)
JUSTICE THOMAS)
WEDNESDAY, THE 24TH DAY
OF JUNE, 2015

BETWEEN:

KEVIN D'AMORE

Applicant

- and -

BANWELL DEVELOPMENT CORPORATION, 928579 ONTARIO LIMITED,
SCOTT D'AMORE and ROYAL TIMBERS INC.

Respondents

APPLICATION UNDER SECTION 107 OF THE BUSINESS CORPORATIONS
ACT, R.S.O. 1990, C. B. 16, AS AMENDED

ORDER

THIS MOTION, made by BDO Canada Limited, in its capacity as Court-appointed receiver (the "Receiver") of the assets, undertakings and properties of Banwell Development Corporation and Royal Timbers Inc. pursuant to the Order of Mr. Justice Thomas dated June 5, 2013, for an Order,

- (a) if necessary, abridging or waiving the time for service and filing, dispensing with service, or validating the method of service of all motion confirmation forms, the Motion Record, including the Notice of Motion and the Eighth Report of the Receiver dated June 12, 2015 and all appendices thereto (the "Eighth Report"), and all supplementary motion materials, if any, and directing that any further service of same be dispensed with such that this motion is properly returnable on June 24, 2015;

- (b) approving the Eighth Report and the activities and conduct of the Receiver described therein;
- (c) approving the distribution to Simba Group Developments Limited and the estate of Patrick D'Amore of an amount equal to all amounts secured by the Simba and D'Amore Mortgages, as defined in the Eighth Report, as and when funds are available to the Receiver to make such distribution;
- (d) sealing the Confidential Supplement to the Eighth Report until further order of the Court or the completion of the Hadi Transaction, as defined in the Eighth Report, whichever is earlier;
- (e) approving the Receiver's Interim Statements of Receipts and Disbursements for each of Banwell, Royal Timbers and the Real Ranchs trust account for the period ending June 9, 2015; and
- (f) approving the professional fees and disbursements (the "**Professional Fees**") of BDO, as Receiver, and Miller Thomson LLP, counsel to the Receiver.

was heard this day at the Courthouse 245 Windsor Avenue, Windsor, Ontario

ON READING the Eighth Report and the Confidential Supplement to the Eighth Report dated June 24, 2105 (the "**Confidential Supplement**") and on hearing the submissions of counsel for the Receiver, and such other persons as may be present and on noting that no other persons appeared, although properly served as appears from the affidavit of Julie Los sworn June 12, 2015, filed:

1. THIS COURT ORDERS that the time for and method of service of all motion confirmation forms, the Motion Record, including the Notice of Motion and the Receiver's Eighth Report, are hereby abridged and validated, as necessary, such that this motion is properly returnable today and hereby dispenses with further service thereof.
2. THIS COURT ORDERS that capitalized terms used herein and defined in the Eighth Report shall have the same meaning as in the Eighth Report.
3. THIS COURT ORDERS that the Eighth Report and the activities and conduct of the Receiver described in the Eighth Report are hereby approved.

4. THIS COURT ORDERS that the Receiver is authorized to distribute to Simba Group Developments Limited and the Estate of Patrick D'Amore an amount equal to the amount secured by the Simba and D'Amore Mortgages as and when funds are available to the Receiver to make such distribution provided that prior to making any such distribution the Receiver shall provide written notice (the "Notice") to the Service List of its intention to do so and shall be at liberty to make such distribution unless the Receiver receives an objection to same within 10 days of the giving of the Notice;
5. THIS COURT ORDERS the Confidential Supplement be sealed until further order of the Court or the completion of the Hadi Transaction, whichever is earlier;
6. THIS COURT ORDERS that the Banwell Statement of Receipts and Disbursements, the Royal Timbers Statement of Receipts and Disbursements and the Real Ranchs Trust Account Statement of Receipts and Disbursements be and the same are hereby approved; and
7. THIS COURT ORDERS that the Professional Fees of the Receiver and its legal counsel, Miller Thomson LLP, as described in the fee affidavits of Stephen Cherniak sworn June 12, 2015 and Sherry Kettle sworn June 11, 2015 be and the same are hereby approved.



A handwritten signature in black ink, appearing to read "R. D'Amore", is written over a horizontal line.

ENTERED AT WINDSOR	
In Book No. <u>26</u>	
re Document No. <u>804</u>	821
on <u>27 June</u> 20 <u>15</u>	
by <u>[Signature]</u>	

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KEVIN D'AMORE

Applicant

and

BANWELL DEVELOPMENT CORPORATION, 928579
ONTARIO LIMITED, SCOTT D'AMORE and ROYAL
TIMBERS INC.

Respondents

Court File No: CV-11-17088

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at Windsor

ORDER

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