

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

**THE HONOURABLE MADAM** ) **FRIDAY, THE 5<sup>th</sup> DAY**  
)  
**JUSTICE LAX** ) **OF JANUARY, 2007**

**TEXTRON FINANCIAL CANADA LIMITED**

Applicant

- and -

**BETA LIMITEE/BETA BRANDS LIMITED**

Respondent



**ORDER**

**THIS MOTION**, made by Mintz & Partners Limited, the Court-Appointed Receiver over the assets and undertaking of the Respondent for an Order requiring that certain documents in the possession of the Receiver in relation to the affairs and assets of the Respondent be provided on a confidential basis to counsel for the Bakery, Confectionary, Grain Millers International Union, Local 242, ("BCTGMIU Local 242") was heard this day at 330 University Avenue, Toronto, Ontario.

**ON HEARING** the submissions of counsel for the Applicant, Sun Beta LLC, the Receiver, BCTGMIU Local 242 and Bremner Inc.;

1. **THIS COURT ORDERS THAT** the following documents be provided by counsel to Mintz & Partners Limited, Court-Appointed receiver over the assets and undertaking of the Respondent Beta Brands Limited ("Beta"), to Watson Jacobs McCreary, counsel to BCTGMIU

Local 242, which documents relate to the proposed sale of the bakery division of Beta to Bremner, Inc. ("Bremner") and certain matters incidental thereto (the "Documents"):

- a. The confidential offering memoranda sent out to potential purchasers;
- b. The Appraisal in the possession of the Receiver of the assets of Beta;
- c. The Receiver's estimate of security position; and
- d. Certain memoranda and communications with Capitalink, the consultant who carried on the marketing process in 2005/06.

2. **THIS COURT FURTHER ORDERS THAT** the Documents are to be provided on a strictly confidential basis. They shall be kept strictly confidential by Watson Jacobs McCreary and its client BCTGMIU Local 242, subject to this Order.



3. **THIS COURT FURTHER ORDERS THAT** neither Watson Jacobs McCreary nor the representatives of its client BCTGMIU Local 242 present in the Court on its hearing of this matter on January 5, 2007 will disclose any of the Documents or the Information contained therein to any other person or entity or take any steps that could result in the dissemination of the Documents or Information contained therein. Watson Jacobs McCreary and the representatives of its client BCTGMIU Local 242 present in the Court on its hearing of this matter on January 5, 2007 shall take all reasonable steps to ensure that the Documents and Information remain confidential.

4. **THIS COURT ORDERS THAT** counsel for BCTGM Local 242 will be permitted to provide a copy of the Documents to the Judge hearing the Motion for the approval of the proposed sale of the bakery division of Beta to Bremner, for the purpose of making submissions

in relation thereto, but this portion of the hearing shall be closed to the public but for representatives of the BCTGMIU Local 242 agreed upon by the parties, and any other parties directly involved in this matter whom the Court considers appropriate. The documents will be returned by the Court at the conclusion of the hearing and under no circumstances will the documents be filed in Court or permitted to become part of the public record.

5. **THIS COURT ORDERS THAT** this Order does not prohibit Watson Jacobs McCreary and/or BCTGM Local 242 from disclosing the documents to its professional advisers provided these professional advisers are advised in advance of this Court order , and this Order shall apply to those professional advisors.

6. **THIS COURT ORDERS THAT** this Order may be varied by the Court on due notice to the Receiver, the Applicant and any other party likely to be affected by the Order.

  
ENTERED AT / INSCRIT À TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO.:  
JAN 08 2007  
PER/PAR: 

**TEXTRON FINANCIAL CANADA LIMITED**  
Applicant

-and-

**BETA LIMITEE/BETA BRANDS LIMITED**  
Respondent

Court File No. 06-CL-6820

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**

**ORDER**  
**(CONFIDENTIALITY OF DOCUMENTS)**

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Solicitors for the Court Appointed Receiver  
Mintz & Partners Limited

Our File No: 22464 0002