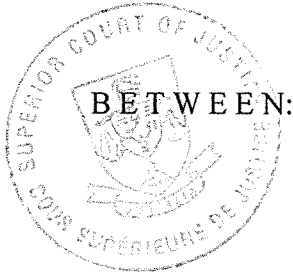


**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE) FRIDAY, THE 16TH
JUSTICE *NEWMAN*) DAY OF SEPTEMBER, 2016



BETWEEN:

GROSVENOR PARK MEDIA FUND L.P.

Plaintiff

-and-

ARC PRODUCTIONS LTD., ARC HOLDINGS INC., ARC INVESTMENTS LTD., ARC/DARK CRYSTAL PRODUCTIONS INC., KICK PRODUCTIONS LTD., IN THE JUNGLE PRODUCTIONS INC., TF I PRODUCTIONS INC., BL II PRODUCTIONS INC., ARCADIA PRODUCTIONS LTD., EGGS LTD., PRINCESS PRODUCTIONS INC., UNDERZOO PRODUCTIONS INC., HOLE IN THE BELLY PRODUCTIONS LTD., SIR SIMON PRODUCTION LTD., SAMURAI PRODUCTIONS LTD., THOMAS MURRAY, KALLAN KAGAN and PETER KOZIK

Defendants

ORDER

THIS MOTION, made by Deloitte Restructuring, Inc. in its capacity as the Court-appointed receiver (the “Receiver”) of the undertaking, property and assets of Arc Productions Ltd. and the other corporate defendants (together, the “Debtors”) for an order:

- i. approving the third report of the Receiver dated September 2, 2016 (the “Third Report”) and the activities and fees of the Receiver and its counsel set out therein, including the Receiver’s statement of receipts and disbursements to August 26, 2016; and

- ii. approving an assignment of the lease dated May 20, 2015 between Arc Productions Ltd. and 1302207 Ontario Limited (the “**Landlord**”) pertaining to the premises municipally known as 134 Peter Street, Toronto (the “**Lease**”) to the Landlord or as may be otherwise designated by the Landlord,

was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Third Report and on hearing the submissions of counsel for the Receiver, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Sanja Sopic sworn September 2, 2016, filed:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion 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

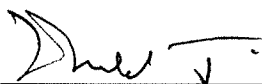
2. **THIS COURT ORDERS** that the activities of the Receiver and its counsel, as set out in the Third Report, are hereby approved.
3. **THIS COURT ORDERS** that the fees of the Receiver and its counsel, as set out in Appendix “C” and Appendix “D” to the Third Report, are hereby approved.

LEASE ASSIGNMENT

4. **THIS COURT ORDERS** that the Receiver is hereby authorized and empowered to assign to the Landlord or to a person as may be otherwise designated by the Landlord, the Receiver’s right, title and interest in the Lease on an as is basis, without representation or warranty of any kind, subject to the payment of the Receiver’s reasonable fees, costs and expenses (including legal fees and disbursements) incurred in connection with effecting this assignment.

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

SEP 16 2016



PER / PAR: 

ONTARIO
SUPERIOR COURT OF JUSTICE
Proceeding commenced **TORONTO**

ORDER
(Approval of Fees and Activities and Assignment of Lease)
Friday September 16, 2016

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Lawyers for Deloitte Restructuring Inc. in its capacity as the Court appointed Receiver of Arc Productions Ltd. et al.