

**ONTARIO  
SUPERIOR COURT OF JUSTICE**

**THE TORONTO-DOMINION BANK**

Applicant

and

**DRYTECH INTERNATIONAL INC. and 6892639 CANADA INC.**

Respondents

**NOTICE OF MOTION**

Deloitte Restructuring Inc. (the “Receiver”), in its capacity as the receiver of all of the assets, undertakings and properties of Drytech International Inc. (“Drytech”) and 6892639 Canada Inc. (collectively the “Debtors”), will make a motion to a Judge on Tuesday May 31, 2016 at 4:30 p.m. or as soon after that time as the motion can be heard, at the Court House, 161 Elgin Street, Ottawa, Ontario.

**PROPOSED METHOD OF HEARING:**

The motion is to be heard orally.

**THE MOTION IS FOR:**

- (a) if necessary, an Order abridging the time for, and validating the method of, service of the Notice of Motion and directing that any further service of the Notice of Motion be dispensed with such that this motion is properly returnable on May 31, 2016; and
- (b) an Order permanently sealing the Supplemental Report to the First Report dated May 20, 2016.

**THE GROUNDS FOR THE MOTION ARE:**

- (a) pursuant to an Order dated as of April 11, 2016, the Receiver was appointed as receiver of all of the assets, undertakings and properties of Drytech and 6892639 Canada Inc. (the "Property") pursuant to Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. C.43;
- (b) since its appointment on April 11, 2016, the Receiver has pursued its mandate to take possession of, and exercise control over, the Property and to sell, convey, transfer, lease or assign the Property, including pursuing the sale of the assets located at or relating to the Certified Restoration Drycleaning Network LLC franchised restoration drycleaning operation (the "CRDN Business") being operated by Drytech as more particularly set out in a purchase and sale agreement between the Receiver as vendor and a purchaser (the "Purchase and Sale Agreement");
- (c) the Receiver wishes to present the Court with a Supplemental Report to the First Report which contains information regarding the Receiver's efforts to sell the CRDN Business, including details of four offers to purchase the assets of the CRDN Business that the Receiver received in response to a formal call for tenders process initiated by the Receiver;
- (d) the Supplemental Report to the First Report contains confidential and valuable commercial information which, if disclosed to the public, could prejudice future sales efforts as well as the competitive position of the purchaser of the CRDN Business assets;
- (e) Rules 1.04, 2.03, 3.02 and 37 of the *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194; and
- (f) such further and other grounds as counsel may advise and this Honourable Court permit.

**THE FOLLOWING DOCUMENTARY EVIDENCE** will be used at the hearing of the motion:

- (a) the First Report of the Receiver dated May 20, 2016;
- (b) the Supplemental Report to the First Report of the Receiver dated May 20, 2016;  
and
- (c) such further and other materials as counsel may advise and this Honourable Court may permit.

DATE: May 20, 2016

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TO: <http://www.insolvencies.deloitte.ca/en-ca/drytech>