

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE
JUSTICE HANEY *McGowan*)
)
)

TUESDAY, THE 14TH
DAY OF MAY, 2019

IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF **JTI-MACDONALD CORP.**



ORDER

(Lift of Stay of Proceedings)

THIS MOTION, made by JTI-Macdonald Corp. (the “**Applicant**”), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING (i) the affidavit of William E. Aziz sworn May 9, 2019 and the exhibits thereto (the “**Aziz Affidavit**”) and (ii) the third report of Deloitte Restructuring Inc. in its capacity as the Monitor of the Applicant (the “**Monitor**”) and on hearing the submissions of counsel for the Applicant, the Monitor and any other party appearing for any other person on the service list, properly served as appears from the affidavit of Mitch Grossell sworn May 10, 2019,

DEFINITIONS

1. **THIS COURT ORDERS** that all capitalized terms not defined herein shall have the meanings set out in the affidavit of William E. Aziz sworn May 9, 2019 (the “**Aziz Affidavit**”).

SERVICE

2. **THIS COURT ORDERS** that, if necessary, the time for service and filing of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

STAY OF PROCEEDINGS

3. **THIS COURT ORDERS** that the stay of proceedings provided for in the Amended and Restated Initial Order dated March 8, 2018 (the “**Stay of Proceedings**”) be and is hereby lifted to permit the Swann Action to continue in the ordinary course and directs that any recovery in respect of the Swann Action be and is hereby limited to the recovery of proceeds from the insurance held by Midfield.

4. **THIS COURT ORDERS** that the Stay of Proceedings be and is hereby lifted to permit the Montero-Pomar Action to continue in the ordinary course.

5. **THIS COURT ORDERS** that the Stay of Proceedings be and is hereby lifted to permit the continuation or commencement of proceedings by or against the Applicant related to labour and employment matters with the consent of the Monitor or further order of this Court.

GENERAL

6. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or outside of Canada, to give effect to this Order and to assist the Applicant, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals and regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicant and to the Monitor, as an officer of this Court, as may be necessary or desirable to

give effect to this Order, to grant representative status to the Monitor in any foreign proceeding,
or to assist the Applicant and the Monitor and their respective agents in carrying out the terms of
this Order.

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



MAY 14 2019

PER/PAR: UM

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF JTI-MACDONALD CORP.

Court File No.: CV-19-615862-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
Proceedings commenced at Toronto

ORDER
(Lift of Stay of Proceedings)

THORNTON GROUT FINNIGAN LLP
100 Wellington Street West, Suite 3200
TD West Tower, Toronto-Dominion Centre
Toronto, ON M5K 1K7
Fax: 416-304-1313

Robert I. Thornton
Tel: 416-304-0560
Email: rthornton@tgf.ca

Leanne M. Williams
Tel: 416-304-0060
Email: lwilliams@tgf.ca

Rebecca L. Kennedy
Tel: 416-304-0603
Email: rkennedy@tgf.ca

Lawyers for the Applicant