

McEwen

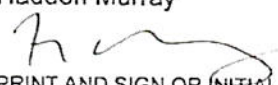
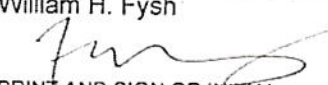
Commercial List File Number: 10-CL-8869

Date: November 17, 2014

**SUPERIOR COURT OF JUSTICE – COMMERCIAL LIST**  
9:30 A.M. HEARING REQUEST FORM

A	PLEASE NOTE: The 9:30 hearing procedure is only for "ex parte, urgent, scheduling and consent matters which take no longer than 10 minutes" (Practice Direction, (2002), 57 O.R. (3 <sup>rd</sup> ) 97; paragraph 25). This restriction will be enforced. This matter is (tick one or more); <input type="checkbox"/> ex parte <input type="checkbox"/> urgent <input type="checkbox"/> scheduling <input checked="" type="checkbox"/> consent <input type="checkbox"/> other (explain)
B	Short Title of Proceeding: <b>Ontario Securities Commission - and - Securus Capital Inc., Shaun McErlean, and 2165520 Ontario Inc.</b> o
C	Date(s) Requested: <b>November 20, 2014</b>
D	The following is a brief description of the matter to be considered at the 9:30 appointment: <b>Consent Appointment of Receiver.</b>
E	The following materials will be necessary for the matter to be considered. (it is the responsibility of counsel to confirm that the proper materials are available for the Court.) <b>Application Record of Ontario Securities Commission returnable July 23, 2014 and Order of Justice Brown dated July 23, 2014.</b>
F	Is any Judge seized of these matters or any judicial conflicts? <input checked="" type="checkbox"/> No <input type="checkbox"/> The Honourable Justice

mw 09/14  
9:30

COUNSEL FOR APPLICANT/MOVING PARTY		COUNSEL FOR OTHER PARTY	
<b>Party</b>	Ontario Securities Commission	<b>Party</b>	2165520 Ontario Inc.
<b>Counsel</b>	Haddon Murray  PRINT AND SIGN OR INITIAL	<b>Counsel</b>	William H. Fysh  PRINT AND SIGN OR INITIAL
<b>Address</b>	GOWLING LAFLEUR HENDERSON LLP 1 First Canadian Place 100 King Street West, Suite 1600 Toronto, Ontario M5X 1G5	<b>Address</b>	Barrister & Solicitor 17665 Leslie Street, Unit 46 Newmarket, Ontario L3Y 3E3
<b>Phone</b>	416-862-3604	<b>Phone</b>	(905) 898-7331
<b>Fax</b>	416-862-7661	<b>Fax</b>	(905) 853-9382
<b>E-Mail</b>	Haddon.murray@gowlings.com	<b>E-Mail</b>	info@fyshlaw.ca

(IF MORE THAN 2 PARTIES INVOLVED, ADD ADDITIONAL SIGNATURES AND PARTICULARS ON REVERSE OR SEPARATE PAGE)

To be submitted to: Commercial List Office, 393 University Avenue, 10<sup>th</sup> Floor, Toronto Ontario Fax to: (416) 327-6228  
You may also convert to PDF and email to [Toronto.Commercialist@jus.gov.on.ca](mailto:Toronto.Commercialist@jus.gov.on.ca)

Endorsement/Disposition  See attached Yellow Endorsement Form.

*See endorsement & draft order*



Conroy Macellig  
via email  
Nov 18/14

On the consent of the parties, the attached Receivership Order shall issue, effective at 12:01 a.m. November 28, 2014 (the "Effective Date"), unless the Respondent 2165520 Ontario Inc. has delivered to the Ontario Securities Commission (the "Commission") before the close of business on November 27, 2014, a signed financing/mortgage commitment letter (or letters) from a third party lender (or lenders), in form and substance acceptable to the Commission in its sole discretion, for an amount not less CDN\$750,000 (the "Financing Condition").

The signed Receivership Order shall be held in escrow by the Commission's counsel, Gowlings, until 12:01 a.m. November 28, 2014. In the event the Financing Condition has not been met by 2165520 Ontario Inc., the Receivership Order shall become immediately effective and shall be issued and entered by the Commercial List court office. Unless and until the Receivership Order becomes effective on the Effective Date, Deloitte Restructuring Inc. shall take no action under, nor assume any liability or obligation pursuant to the Receivership Order.

The parties shall re-attend on a 9:30 appointment on November 28 to up-date the court on the status of the Financing Condition and whether the Receivership Order has issued.

To be clear, Shaun McElean, did not consent but he did not appear today, despite being served.

The order sought, which I have reviewed in counsel is reasonable in the circumstances & ought to be granted.

McE