

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE)	WEDNESDAY, THE 26th
)	
MR. JUSTICE McEWEN)	DAY OF AUGUST, 2020

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 NORTH AMERICAN FUR PRODUCERS INC.,
NAFA PROPERTIES INC., 3306319 NOVA SCOTIA LIMITED, NORTH
AMERICAN FUR AUCTIONS INC., NAFA PROPERTIES (US) INC.,
NAFA PROPERTIES STOUGHTON LLC, NORTH AMERICAN FUR
AUCTIONS (US) INC., NAFPRO LLC (WISCONSIN LLC), NAFA
EUROPE CO-OPERATIEF UA, NAFA EUROPE B.V., DAIKOKU SP.Z
OO and NAFA POLSKA SP. Z OO

(the “**Applicants**”)

ORDER

**(Re: Stay Extension, Approval of Monitor’s Conduct and Fees
and Amendment to Initial Order)**

THIS MOTION, made by the Applicants for an Order for the relief set out in the Notice of Motion of the Applicants dated August 21, 2020, was heard by teleconference due to the COVID-19 crisis.

ON READING the Motion Record of the Applicants and the related Confidential Exhibit A, the Fourth Report of the Monitor dated August 24, 2020 (the “**Fourth Report**”) and the related Confidential Appendices and upon hearing the submissions of counsel for the Applicants, counsel to the Monitor, counsel to the Canadian Imperial Bank of Commerce, as agent (in such

capacity, the “**Agent**”) for the lenders party to the Fourth and Restated Credit Agreement dated as of September 27, 2019 (as may be amended or amended and restated, the “**Credit Agreement**”) from time to time (the “**Lenders**”), and counsel for Business Development Bank of Canada (“**BDC**”) no one appearing for any other person on the Service List, although properly served as appears on the Affidavit of Service of Ariyana Botejue, sworn August 21, 2020 filed:

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and Motion Record herein is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that terms not otherwise defined in this Order shall have the meaning set out in the Initial Order of the Honourable Justice McEwen, dated October 31, 2019 (as amended and restated) (the “**Initial Order**”).

EXTENSION OF THE STAY PERIOD

3. **THIS COURT ORDERS** that the Stay Period is hereby extended from August 28, 2020 to and including November 9, 2020.

APPROVAL OF MONITOR REPORTS AND ACTIONS

4. **THIS COURT ORDERS** that the Third Report of the Monitor dated January 29 2020, and the Fourth Report, and the actions, decisions and conduct of the Monitor as set out in the Reports are hereby authorized and approved.

APPROVAL OF FEES AND DISBURSEMENTS

5. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its counsel, Miller Thomson LLP, as set out in the Fourth Report and the Fees Affidavits (annexed to the Fourth Report), be and are hereby approved.

AMENDMENT TO PARAGRAPH 12(a) OF THE INITIAL ORDER

6. **THIS COURT ORDERS** that paragraph 12(a) of the Initial Order is hereby amended by:

(a) deleting the reference to a “\$50,000” limit for any one such transaction and replacing it with “\$500,000”; and

(b) deleting the reference to the aggregate consideration for all transactions of “\$250,000” and replacing it with “\$2,000,000”; and

(c) adding “with the consent of the Agent or, failing obtaining such consent to any transaction, further Order of the Court.

SEALING OF CONFIDENTIAL EXHIBIT AND CONFIDENTIAL APPENDICES

7. **THIS COURT ORDERS** that Confidential Exhibit “A” to the Affidavit of Doug Lawson sworn August 21, 2020 and Confidential Appendices “A” and “B” of the Fourth Report and Confidential Exhibit “B” to the Fees Affidavit shall be and are hereby sealed, kept confidential and shall not form part of the public record pending further Order of this Court.

INTERNATIONAL RECOGNITION

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

EFFECTIVENESS OF ORDER

9. **THIS COURT ORDERS** that, due to the COVID-19 pandemic, this Order is immediately effective and enforceable without the need for entry and filing until further direction from this Court.



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 NORTH AMERICAN FUR PRODUCERS INC., NAFA PROPERTIES INC., 3306319 NOVA SCOTIA LIMITED, NORTH AMERICAN FUR AUCTIONS INC., NAFA PROPERTIES (US) INC., NAFA PROPERTIES STOUGHTON LLC, NORTH AMERICAN FUR AUCTIONS (US) INC., NAFPRO LLC (WISCONSIN LLC), NAFA EUROPE CO-OPERATIEF UA, NAFA EUROPE B.V., DAIKOKU SP.Z OO and NAFA POLSKA SP. Z OO (the "**Applicants**")

26 August 20

The Order shall go as per the draft filed and signed.
No one opposes and the Monitor supports the motion.
I have reviewed the materials and heard submissions. The relief sought is fair and reasonable. I am satisfied that the Applicants are acting in good faith and with due diligence. The fees are also reasonable. Overall, I am satisfied that the extension and other relief sought by the Applicants is to the benefit of the Stakeholders.



ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at Toronto

ORDER
((Re: Stay Extension, Approval of Monitor's Conduct and Fees and Amendment to Initial Order))

BLANEY MCMURTRY LLP
Barristers & Solicitors
2 Queen Street East, Suite 1500
Toronto ON M5C 3G5

David T. Ullmann (LSO # 42357I)
Tel: (416) 596-4289
Fax: (416) 594-2437
Email: DUllmann@blaney.com

Counsel for the Applicants