



Court File No.: CV-10-9031-00CL

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

THE HONOURABLE MR.) **WEDNESDAY, THE 30TH DAY**
)
JUSTICE MORAWETZ) **OF OCTOBER, 2013**

B E T W E E N:

HSBC BANK CANADA

Applicant

- and -

ELLEN'S FOOD GROUP INC.

Respondent

**ORDER
(Approval of Receiver's Activities)**

THIS MOTION made by Deloitte Restructuring Inc. (formerly Deloitte & Touche Inc.), in its capacity as the receiver (the "**Receiver**") of all of the assets, undertakings and properties of Ellen's Food Group Inc. (the "**Debtor**"), for the relief set out in its Notice of Motion herein dated October 22, 2013, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the First Report of the Receiver dated October 17, 2013, and the Appendices thereto (the "**First Report**"), and on hearing the submissions of counsel for the Receiver and HSBC Bank Canada, no one else appearing although served as evidenced by the Affidavit of Maria Magni sworn October 23, 2013, filed.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged such that this Motion is properly returnable today, that all parties entitled to notice of the Motion have been duly served with notice, that no other parties are affected by this Order, and that any requirement for service of the Notice of Motion and the Motion Record upon any party other than the parties served is unnecessary and is hereby dispensed with and that the service of the Notice of Motion and the Motion Record is hereby validated in all respects.

APPROVAL OF RECEIVER'S ACTIVITIES

2. **THIS COURT ORDERS** that the First Report, and the activities of the Receiver to date as detailed in the First Report, be and they are hereby approved.

APPROVAL OF PROFESSIONAL FEES

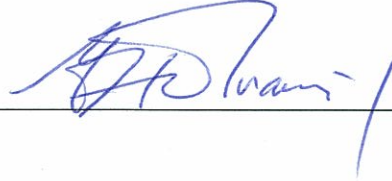
3. **THIS COURT ORDERS** that the professional fees and disbursements of the Receiver for the period from February 25, 2013 to September 30, 2013, as described in the First Report and the Affidavit of Catherine Hristow sworn on October 17, 2013, be and they are hereby approved.

4. **THIS COURT ORDERS** that the professional fees and disbursements of the Receiver's legal counsel, Thornton Grout Finnigan LLP, for the period from February 25, 2013 to September 30, 2013, as described in the First Report and the Affidavit of Leanne Williams sworn on October 17, 2013, be and they are hereby approved.

5. **THIS COURT ORDERS** that the professional fees and disbursements of the Receiver's independent legal counsel, Kronis, Rotsztain, Margles, Cappel, LLP, for the period from February 25, 2013 to September 30, 2013, as described in the First Report and the Affidavit of Lawrence D. Adelberg sworn on October 15, 2013, be and they are hereby approved.

ASSIGNMENT OF DEBTOR INTO BANKRUPTCY

6. **THIS COURT ORDERS** that the Receiver is authorized to assign the Debtor into bankruptcy.



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HSBC BANK CANADA

Applicant
and

ELLEN'S FOOD GROUP INC.
Respondent

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ONTARIO
**SUPERIOR COURT OF JUSTICE
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Proceedings commenced at **Toronto**

ORDER
(Approval of Receiver's Activities)

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