

**SUPERIOR COURT**  
(Commercial Division)

CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTRÉAL  
No: 500-11-057470-193  
No: 500-11-057469-195  
DATE: December 10, 2019

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PRESENT: THE HONOURABLE CHANTAL CORRIVEAU

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**IN THE MATTER OF THE NOTICES OF INTENTION TO MAKE A PROPOSAL OF:**

**Bouclair Inc.**

- and-

**Bouclair International Inc.**

Debtors/Petitioners

- and-

**Deloitte Restructuring Inc.**

Proposal Trustee

-and-

**Gordon Brothers Canada ULC**

Liquidator

-and-

**National Bank of Canada**

Principal Secured Creditor

-and-

**Aljusa Investments Inc.**

Subordinated Secured Creditor

-and-

**AST Trust Company (Canada)**

In its Capacity as Agent of certain Subordinated Secured Creditors

-and-

**The Affected Parties listed on Schedule "A"**

Mis-en-cause

COPIE CERTIFIÉE CONFORME  
AU DOCUMENT DÉTENU PAR LA COUR  
Personne désignée par le greffier

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**ORDER EXTENDING THE STAY PERIOD AND EXPANDING THE SCOPE OF SUPER-  
PRIORITY CHARGES**

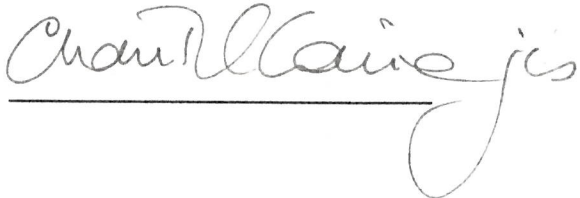
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- [1] **ON READING** the Petitioners' *Motion for an Order Extending the Stay Period and Expanding the Scope of Super-Priority Charges* (the "**Motion**") and the affidavit of Mr. Lionel Trombert of Bouclair Inc. filed in support thereof;
- [2] **SEEING** the notification/service of the Motion;
- [3] **SEEING** the submissions of all the parties present at the hearing on the Motion;
- [4] **SEEING** the provisions of the *Bankruptcy and Insolvency Act* (the "**BIA**");

**WHEREFORE, THE COURT:**

- [5] **GRANTS** the Motion;
- [6] **DECLARES** that the notices given for the presentation of the Motion are proper and sufficient;
- [7] **EXTENDS** the stay of proceedings resulting from the filing by Bouclair Inc. and Bouclair International Inc.'s *Notices of Intention to Make a Proposal* pursuant to the BIA on November 11, 2019, until January 24, 2020;
- [8] **DECLARES** that the scope of the Charges (as defined in the First Day Order rendered in these proceedings on November 12, 2019) shall be extended to cover all the assets of Bouclair Inc., with no exception;
- [9] **ORDERS** the provisional execution of this Order to be rendered notwithstanding any appeal and without the necessity of furnishing any security;

**WITHOUT COSTS.**

  
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## SCHEDULE "A"

### AFFECTED PARTIES

#### **A. PARTIES WITH SECURITY INTERESTS REGISTERED ON SPECIFIC STORES**

1. Business Development Bank of Canada (Anjou Store)
2. Riotrin Properties (Kirkland) Inc. (Kirkland Store)
3. Riocan Holdings (Québec) Inc. (Lévis Store)
4. Place du Royaume Inc. (Chicoutimi Store)
5. Riocan Holdings (Brossard) Inc. (Brossard Store)
6. 9224-1892 Québec Inc. (Brossard Store)
7. 9171-9922 Québec Inc. (Brossard Store)
8. Vaudreuil Shopping Centres Limited (Vaudreuil Store)
9. Desjardins Sécurité Financière, Compagnie d'assurance-vie et Fonds Immobilier Cogir 1, Société en commandite (Neufchatel Store)
10. Peterborough Retail Portfolio LP (Peterborough Store)

#### **B. CLOSING STORES LANDLORDS**

1. 9045-4737 Quebec Inc. (Rosemère Store)
2. 9230-1860 Quebec Inc. (Jonquière Store)
3. Société de gestion Cogir, s.e.n.c. (Arthabaska Store)
4. Calloway REIT (Sarnia) Inc. (Sarnia Store)
5. Calloway REIT (Stouffville) Inc. (Stouffville Store)
6. Fonds immobilier Cogir I, société en commandite (Neufchatel Store)
7. Quartier KS Laval Inc. (Quartier Laval Store)
8. Riotrin Properties (Kirkland) Inc. (Kirkland Store)
9. Calloway REIT (Chatham) Inc. (Chatham Store)
10. First Capital (Peterborough) Corporation (Peterborough Store)
11. Sudbury South Shopping Centres Limited (Sudbury South Store)
12. Calloway REIT (Woodside) Inc. (Markham Store)
13. First Capital Holdings (Quebec) Corporation Inc. (Vanier Store)
14. Lacewoods Developments Limited (Bayer's Lake Store)
15. Dartmouth Crossing 2 Limited (Dartmouth Store)
16. Riocan (Clarkson) Inc. (South Mississauga Store)
17. Riotrin Properties (Weston) Inc. (Weston St-Clair Store)
18. Calloway Reit Harmony Inc. (Oshawa Store)
19. Harvard Developments Inc. (Regina Store)
20. Riotrin Properties (Fredericton) Inc. (Fredericton Store)
21. 1651051 Alberta Ltd. (Grande Prairie Store)
22. Riocan Property Services Trust (Calgary Beacon Hill Store)
23. Riotrin Properties Inc. (Calgary Signal Hill Store)
24. 1451945 Ontario Limited (Edmonton Mayfield Common Store)
25. First Capital (Southpark) Corporation (Edmonton South Park Centre Store)
26. Anthem Heritage Hill Ltd. (Calgary Heritage Hill Store)

27. 1445006 Alberta Ltd. (Edmonton Sherwood Park Store)
28. 1090 Lougheed Highway Limited Partnership (Vancouver Coquitlam Store)
29. First Capital (Anjou) Corporation Inc. (Anjou Store)
30. Ivanhoé Cambridge Inc. (Jean-Talon Store)
31. Calloway REIT (Westridge) Inc. (Vaughan Store)

### **C. OPTION STORES LANDLORDS**

1. Cominar Real Estate Investment Trust (Shawinigan Store)
2. MCM Real Estate Trust (Marché Central Store)
3. Ivanhoé Cambridge Inc. (Laurier Store)
4. Iberville Developments Leasing Ltd. (Candiac Store)

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