

**SUPERIOR COURT  
(Commercial Division)**

**CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF RICHELIEU**

**N° : 765-11-002344-195**

**DATE : December 5, 2019**

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**IN THE PRESENCE OF THE HONOURABLE MARTIN CASTONGUAY, J.C.S.**

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**IN THE MATTER OF THE RECEIVERSHIP OF:**

**MOMETAL STRUCTURES INC.,**

Debtor

-and-

**DELOITTE RESTRUCTURING INC.,**

Petitioner/Receiver

-and-

**HSBC BANK CANADA,**

-and-

**INVESTISSEMENT QUÉBEC,**

-and-

**9357-1578 QUÉBEC INC.,**

-and-

**ROYAL BANK OF CANADA,**

JBL

-and-

## INTACT INSURANCE

Secred Creditors/Mises-en-cause

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### INTERIM DISTRIBUTION ORDER

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- [1] **ON READING** the Receiver/Petitioner's Motion to Authorize an Interim Distribution (the "**Motion**"), the affidavit and the exhibits in support thereof;
- [2] **CONSIDERING** the service of the Motion;
- [3] **CONSIDERING** the submissions made by counsel for the Receiver, HSBC Bank Canada and EllisDon;
- [4] **CONSIDERING** the Order rendered by this Court on November 28, 2019, whereby the Receiver was ordered to retain an amount of \$1,703,813.06 (the "**Reserve**") from available cash on hand until a ruling on EllisDon's partial contestation of the Motion;
- [5] **CONSIDERING** that EllisDon has advised this Court that it consents to a further distribution of an amount of \$1,575,819.39 from the Reserve;
- [6] **CONSIDERING** that it is appropriate to issue a subsequent Order authorizing the Receiver to make an interim distribution of \$1,575,819.39 in the manner more fully detailed herein below:
- [7] **FOR THESE REASONS, THE COURT:**
  - [A] **GRANTS** the Motion to Authorize an Interim Distribution of Deloitte Restructuring Inc. in its capacity as receiver (the "**Receiver**") to the assets of Mometal Structure Inc. (the "**Mometal**");
  - [B] **AUTHORIZES** the Receiver to distribute an amount of \$1,575,819.39 to HSBC Bank Canada from the Reserve;
  - [C] **ORDERS** that the Receiver be and is hereby authorized to retain the balance of the Reserve after deduction of the distribution contemplated herein, being an amount of \$177,993.67, until the ruling to be made on EllisDon's partial contestation of the Receiver's Motion to Authorize an Interim Distribution;

JBU

[D] **ORDERS** that notwithstanding:

- a) the present receivership proceedings, and any order pursuant to such proceedings; and
- b) the provisions of any federal or provincial legislation;

the distribution to occur in accordance with this Order is to be binding on any trustee in bankruptcy, and shall not be void or voidable nor deemed to be a settlement, fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue or other reviewable transaction under the *Bankruptcy and Insolvency Act* or any other applicable federal or provincial legislation, nor shall they give rise to an oppression or any other remedy;

[E] **ORDERS** and **DECLARES** that the distribution to be made pursuant to this Order shall not constitute a "distribution" and the Receiver shall not constitute a "legal representative" or "representative" of Mometal for the purposes of section 14 of the Tax Administration Act, R.S.Q., c. A-6.002, or any other similar federal or provincial tax legislation (collectively, the "**Tax Laws**"), given that the Receiver is only a disbursing agent pursuant to this Order and the Receivership Order rendered by this Court on May 8, 2019, and the Receiver in making such payments is not "distributing", nor shall be considered to "distribute" nor to have "distributed", such funds for the purpose of the Tax Laws, and the Receiver shall not incur any liability under the Tax Laws in respect of it making any payments ordered or permitted hereunder, and is hereby forever released, remised and discharged from any claims against it under or pursuant to the Tax Laws or otherwise at law, arising in respect of payments made pursuant to this Order and any claims of this nature are hereby forever barred;

[F] **DECLARES** that no action lies against the Receiver by reason of this Order or the performance of any act authorized by this Order, except withleave of the Court. The entities related to the Receiver or belonging to the same group as the Receiver shall benefit from the protection arising under the present paragraph;

[G] **ORDERS** the provisional execution of the Order to be rendered, notwithstanding any appeal and without the requirement to provide any security or provision for costs whatsoever;

[H] **THE WHOLE** without costs.

COPIE CERTIFIÉE CONFORME  
AU DOCUMENT DÉTENU PAR LA COUR



Personne désignée par le greffier

5 DEC. 2019

  
MARTIN CASTONGUAY, J.C.S.

Jullo Barrios  
GREFFIER ADJOINT C.S.M.