


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

THE HONOURABLE MR.)

FRIDAY, THE 31st

JUSTICE HAINEY)

DAY OF MARCH, 2017



**APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND
INSOLVENCY ACT*, R.S.C. 1985, c. B-3, AS AMENDED, AND SECTION 101 OF THE
COURTS OF JUSTICE ACT, R.S.O. 1990, c. C.43, AS AMENDED**

BETWEEN:

HSBC BANK CANADA

Applicant

- and -

2SOURCE MANUFACTURING INC.

Respondent

ADMINISTRATIVE ORDER

THIS MOTION, made by Deloitte Restructuring Inc. in its capacity as the Court-appointed receiver (the "**Receiver**") of the assets, undertakings and properties of 2Source Manufacturing Inc. (the "**Debtor**") for this Administrative Order was heard this day at 330 University Avenue, Toronto, Ontario.

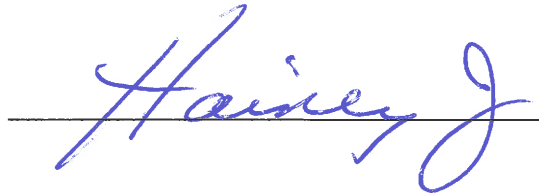
ON READING the Notice of Motion of the Receiver dated March 24, 2017, the First Report of the Receiver dated March 23, 2017 (the “**First Report**”), and the affidavits of the Receiver as to fees (“**Fee Affidavit**”) and on hearing the submissions of counsel for the Receiver, the Applicant and the Purchaser, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Maria Magni sworn March 24, 2017, filed:

1. **THIS COURT ORDERS AND DECLARES** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and indicated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that the First Report and the activities of the Receiver described therein, with the exception of those activities described in paragraphs 54-56 of the First Report, are hereby approved.
3. **THIS COURT ORDERS** that the Receiver is hereby authorized, but not obligated, to file an assignment in bankruptcy on behalf of the Debtor.
4. **THIS COURT ORDERS** that the Receiver is hereby authorized to make an immediate distribution in the amount of CAD \$400,000 to Elliott-Matsuura Canada Inc. from the proceeds of the sale transaction contemplated by an asset purchase agreement dated March 16, 2017 between the Receiver and Daniel Chai, in trust for a company to be incorporated (“**Chai**”), as assigned by Chai to AlliedOne Industrial Inc. pursuant to an assignment and assumption agreement to be executed among the Receiver and AlliedOne Industrial Inc. (the “**Purchaser**”).

5. **THIS COURT ORDERS** that the Receiver's Interim Statement of Receipts and Disbursements for the period from January 23 to March 17, 2017 is hereby approved.

6. **THIS COURT ORDERS** that the fees and disbursements of the Receiver, as set out in the First Report and the Fee Affidavit, are hereby approved and the Receiver is hereby authorized to pay any unpaid fees and disbursements herein approved.

7. **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 Receiver and its 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 Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.



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**SUPERIOR COURT OF JUSTICE
Commercial List**

Proceeding commenced at TORONTO

**ADMINISTRATIVE ORDER
(March 31, 2017)**

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