

**ONTARIO  
SUPERIOR COURT OF JUSTICE**

THE HONOURABLE )  
JUSTICE HACKLAND ) MONDAY, THE 26<sup>TH</sup> DAY  
OF NOVEMBER, 2018

BETWEEN:

**THE TORONTO-DOMINION BANK**

Applicant

and

**DRYTECH INTERNATIONAL INC. and 6892639 CANADA INC.**

Respondents

**ORDER**

**THIS MOTION**, made by Deloitte Restructuring Inc. (the "Receiver") in its capacity as the receiver of all of the assets, undertakings and properties of Drytech International Inc. and 6892639 Canada Inc. (collectively the "Debtors"),  
for:

1. An Order, if necessary, dispensing with service of the Notice of Motion such that this motion is properly returnable on November 26, 2018;
2. An Order approving the Sixth Report of the Receiver dated November 13, 2018 (the "Sixth Report");

3. An Order approving the Receiver's Interim Statements of Receipts and Disbursements for the Debtors for the period from April 12, 2016 to October 25, 2018;
4. An Order approving the fees and disbursements of the Receiver and its legal counsel as set out in affidavits of the Receiver and its counsel as to fees and disbursements (the "Fee Affidavits") in the Sixth Report;
5. An Order approving the distribution of the remaining funds in the Receiver's trust account for 6892639 Canada Inc. to The Toronto-Dominion Bank, to the extent of its outstanding secured indebtedness;
6. An Order discharging Deloitte Restructuring Inc. as Receiver of the assets, undertakings and properties of the Debtors, provided however that notwithstanding its discharge herein:
  - (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein; and
  - (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of Deloitte Restructuring Inc. in its capacity as Receiver,

was heard this day at the Court House, 161 Elgin Street, Ottawa, Ontario.

**ON READING** the Sixth Report and the Fee Affidavits and on hearing the submissions of counsel for the Receiver and the other parties appearing on the counsel slip, no one appearing for any other person on the service list, although

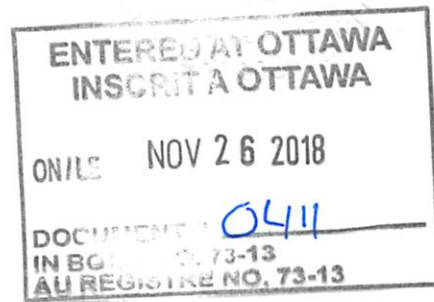
duly served as appears from the affidavit of service of Gordon Douglas sworn November 16, 2018, filed.

1. **THIS COURT ORDERS** further service of the Notice of Motion is dispensed with so that this motion is properly returnable today.
2. **THIS COURT ORDERS** that the Receiver's Sixth Report and the activities, decisions and conduct of the Receiver and its counsel as set out in the Sixth Report be and hereby are approved.
3. **THIS COURT ORDERS** that the Receiver's Interim Statements of Receipts and Disbursements for the Debtors for the period from April 12, 2016 to October 25, 2018 are hereby approved.
4. **THIS COURT ORDERS** that the distribution of the remaining funds in the Receiver's trust account for 6892639 Canada Inc. to The Toronto-Dominion Bank is hereby approved.
5. **THIS COURT ORDERS** that the fees and costs of the Receiver and its counsel for the period April 12, 2016 to October 25, 2018, as set out in appendices "F", "G" and "H" to the Sixth Report, be and hereby are approved.
6. **THIS COURT ORDERS** that Deloitte Restructuring Inc. shall be discharged as Receiver of the assets, undertakings and properties of Drytech International Inc. and 6892639 Canada Inc., provided however that notwithstanding its discharge herein:
  - (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein; and

- (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of Deloitte Restructuring Inc. in its capacity as Receiver.

*Hacked J.*

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**THE TORONTO-DOMINION BANK**  
Applicant

and

**DRYTECH INTERNATIONAL INC. et al.**  
Respondents

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
PROCEEDING COMMENCED AT  
OTTAWA**

**ORDER**

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Drytech International Inc. and 6892639 Canada Inc.