

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

UAA

THE HONOURABLE *Mr* )  
JUSTICE PENNY )

TUESDAY, THE 6<sup>TH</sup> DAY  
OF SEPTEMBER, 2016



IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, c.C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF 3113736 CANADA LTD. 4362063 CANADA LTD., and  
A-Z SPONGE & FOAM PRODUCTS LTD.

(the "Applicants")

**ORDER**

**(Admission of Late Claims and Approval of Monitor's Actions)**

**THIS MOTION** made by the Applicants pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. c-36, as amended (the "CCAA") for an order, *inter alia*, (a) admitting certain late filed claims; (c) accepting the filing of the Plan of Compromise and Arrangement pursuant to the CCAA filed by 4362063 Canada Ltd. (formerly Domfoam International Inc.) ("**Domfoam**"), dated August 23, 2016 (the "**Plan**") together with certain related relief; was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Affidavit of Tony Vallecoccia sworn August 23, 2016 and the exhibits thereto (the "**Vallecoccia Affidavit**") and the Fourteenth Report of Deloitte Restructuring Inc. (formerly Deloitte & Touche Inc.) (the "**Fourteenth Report**") in its capacity as the Court-appointed monitor (the "**Monitor**") of the Applicants, and on hearing the submissions of counsel for Domfoam, the Monitor and all other counsel listed on the counsel slip, no one appearing for any other person on the service list, although properly served as appears from the Affidavit of Service of Alexandra Teodorescu sworn August 23, 2016, filed:

**SERVICE**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion, the Motion Record and the Fourteenth Report is hereby abridged and validated and this Motion is properly returnable today without further service or notice thereof.

**DEFINITIONS**

2. **THIS COURT ORDERS** that capitalized terms not otherwise defined in this Order shall have the meaning set out in the Fourteenth Report.

**LATE FILED CLAIMS**

3. **THIS COURT ORDERS** that the following Claims filed after the Claims Bar Date (collectively, the “**Domfoam Late Claims**”) shall be admitted as Prefiling Claims against Domfoam, and shall be deemed to be Proven Claims against Domfoam for the purpose of the Plan or any Distribution in these proceedings:

<b>Claimant</b>	<b>Prefiling Claim Amount</b>
Ormucó	\$31,504.76
Hewitt Equipment	\$28,214.48
Canadian Pacific Railway	\$11,279.54
C. H. Robinson Worldwide Inc.	\$1,565.00
Matador Covertisseurs Cie Ltee	\$1,023.25
General Bearing	\$472.25
Multhi-Bio Inc.	\$164.74
Lalema Inc.	\$158.36

For greater certainty, none of the Creditors holding a Domfoam Late Claim shall be entitled to send a Notice of Dispute or otherwise dispute or seek to vary the amount or priority of such Domfoam Late Claim.

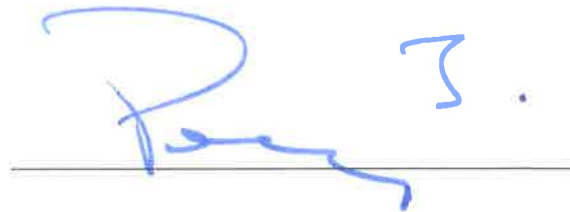
**MONITOR'S REPORT, ACTIONS AND FEES**

4. **THIS COURT ORDERS** that the Fourteenth Report and the actions, decisions and conduct of the Monitor as set out in the Fourteenth Report are hereby authorized and approved.

5. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its legal counsel, as set out in the Fourteenth Report and the Affidavit of Paul Casey sworn August 29, 2016 and the Affidavit of Grant Moffat sworn August 25, 2016, and the exhibits attached thereto, are hereby authorized and approved.

6. **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 Applicants, the Monitor and their respective 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 Applicants and the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

7. **THIS COURT ORDERS** that each of the Applicants and the Monitor is at liberty and are hereby authorized and empowered to apply to any Court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.



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AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 3113736  
CANADA LTD., 4362063 CANADA LTD., and A-Z SPONGE & FOAM PRODUCTS LTD.

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

Proceeding commenced at TORONTO

**ORDER**

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