



**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

COUNSEL/ENDORSEMENT SLIP

COURT FILE NO: CV-24-00717340-00CL

DATE: Feb 4th, 2025

NO. ON LIST: 01

TITLE OF PROCEEDING:

In Re: PRIDE GROUP HOLDINGS INC.

BEFORE: Justice Osborne

REGISTRAR: Farzana Chowdhury

PARTICIPANT INFORMATION

For Plaintiff, Applicant, Moving Party:

Name of Person Appearing	Name of Party	Contact Info
Fesharaki, Puya	Applicants	pfesharaki@tgf.ca

For Defendant, Respondent, Responding Party:

Name of Person Appearing	Name of Party	Contact Info
Chris Burr	Monitor	Chris.burr@blakes.com
Kelly Bourassa		Kelly.bourassa@blakes.com

Other:

Name of Person Appearing	Name of Party	Contact Info
Raj Sahni	Directors and Officers	SahniR@bennettjones.com
Stuart Brotman	DIP/Syndicate Lenders	sbrotman@fasken.com
Daniel Richer		dricher@fasken.com
Caroline Descours, Peter Kolla & Erik Axell	Regions Bank	eaxell@goodmans.ca
		pkolla@goodmans.ca cdescours@goodmans.ca
Various Counsel	Stakeholders	

ENDORSEMENT OF JUSTICE OSBORNE:

1. There are two motions before the Court.
2. The Applicants seek four orders:
 - a. a Distributions and Ancillary Relief Order:
 - i. approving a distribution to the Administrative Agent of the net proceeds of sale of the Dallas Property and the High Prairie Property;
 - ii. approving a distribution to Roy and of the net proceeds of sale of the Indianapolis Property and the balance of the net proceeds of the sale of the Chehalis, Washington Property;
 - iii. extending the powers of the Chief Restructuring Officer pursuant to the Second Amended and Restated Initial Order to the Remaining Stay Applicants; and
 - iv. removing Pride Global Insurance Co. Ltd. As an “Additional State Party to these proceedings; and
 - b. and approval, vesting and distribution order in respect of each of: the Calgary Property (as amended); Saskatoon Holding; and McFarland Holding.
3. The Manager seeks an order amending the Amended Syndicate Collateral Management Order dated November 1, 2024 to:
 - a. revise the definition of “Management Property” to include certain additional assets as described in the motion material;
 - b. confirm the authority of the Manager to sell such additional Management Property free and clear of encumbrances; and
 - c. make such other minor amendments as are necessary to incorporate the additional vehicles into the mandate of the Manager.
4. The Service List has been served with all materials, as well as the 21st Report of the Monitor dated January 31, 2025. The relief sought today is unopposed. The Court-appointed Monitor supports the relief sought by both the Applicants on their motion and by the Court-appointed Receiver on its motion.
5. Defined terms in this Endorsement have the meaning given to them in the motion materials and/or the Reports of the Monitor and/or Receiver, unless otherwise stated.
6. I observe that in their Notice of Motion, the Applicants have also advised the Service List of certain relief that they will be seeking on February 19, 2025 in the form of a PGL Going Concern Transaction Distributions and Ancillary Relief Order which addresses Deferred Payments and Interim Funding pending a Final Allocation Proposal. Affected stakeholders are discussing these issues with a view to narrowing or resolving any disputes.

7. The basis for the orders sought today is fully set out in the materials. In the main, the orders will facilitate and operationalize relief previously granted.
8. The proposed orders authorize the distribution of net proceeds from the sale of properties already approved, which distributions could not be effected earlier due to certain matters being investigated and resolved by the Monitor, and/or concerns raised by certain stakeholders, being unresolved.
9. The proposed orders also Powers of the CRO, currently specific to the Pride Entities, to include the four "Additional Stay Parties". The expansion of powers is necessary to effect the wind down of these proceedings and the expanded powers will be exercised by the CRO, in consultation with the Monitor.
10. The shares of Pride Global Insurance Company Ltd. Were sold to the Purchaser pursuant to the PGL Going Concern Transaction. Approval from the relevant Bermuda authority has now been received. It is appropriate to remove that entity as an Additional Stay Party.
11. With respect to the motion of the Manager, in the course of resolving disputes with respect to Multiple Collateral Vehicles, the Syndicate Lenders, and certain other Financiers, including Securitization Parties, have entered into agreements that provide for the Manager to take possession and dispose of certain MCVs by adding them to Schedule "B" of the Amended Syndicate Collateral Management Order.
12. Since the definitions in the Amended Syndicate Collateral Management Order explicitly include assets to which a Securitization Party has asserted an interest, the definitions need to be amended.
13. This relief is appropriate, will permit the Manager to carry out its function and is granted, with effect *nunc pro tunc* to the date of the appointment of the Manager.
14. The form of orders is appropriate to reflect the relief sought.
15. Both motions are granted. Orders to go in the form signed by me today which have immediate effect without the necessity of issuing and entering.

