

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

THE HONOURABLE MR.)
)
JUSTICE PENNY)

WEDNESDAY, THE 27th
DAY OF MARCH, 2019

B E T W E E N:



CORNER FLAG LLC

Applicant

– and –

ERWIN HYMER GROUP NORTH AMERICA, INC.

Respondent

**APPLICATION UNDER section 243 of the *Bankruptcy and Insolvency Act*,
R.S.C. 1985, c. B-3, as amended, and under section 101 of the *Courts of Justice Act*,
R.S.O. 1990, c. C.43**

**ORDER
(Approval of Sales Process)**

THIS MOTION made by Alvarez & Marsal Canada Inc., in its capacity as the court-appointed receiver and manager (the “**Receiver**”) without security of all of the assets, undertakings and properties of Erwin Hymer Group North America, Inc. (“**EHGNA**”), for an Order approving the Sales Process (defined below) and granting related relief was heard this day at the Court House, 330 University Avenue, Toronto, Ontario.

ON READING the First Report of the Receiver dated March 20, 2019 (the “**First Report**”), and on hearing the submissions of counsel for the Receiver, Corner Flag LLC, and such

other counsel as were present, no one else appearing although duly served as appears from the Affidavit of Service of Waleed Malik affirmed March 20, 2019, filed:

SERVICE

1. **THIS COURT ORDERS** that the timing and method of service of the Notice of Motion and Motion Record be and are hereby abridged and validated, and this motion is properly returnable today.

RECEIVER'S ACTIVITIES AND REPORT

2. **THIS COURT ORDERS** that the First Report, and the activities and conduct of the Receiver described therein, be and are hereby approved.

SALES PROCESS

3. **THIS COURT ORDERS** that the sales process described in Appendix "E" to the First Report (the "**Sales Process**") be and is hereby approved, *nunc pro tunc*.

4. **THIS COURT ORDERS** that the Receiver be and is hereby authorized and directed to implement the Sales Process and do all such things as are necessary and desirable to conduct and give effect to the Sales Process, and to carry out its obligations therein.

5. **THIS COURT ORDERS** that the Receiver shall have no personal or corporate liability in connection with conducting the Sales Process, excepting any liability resulting from gross negligence or wilful misconduct.

6. **THIS COURT ORDERS** that, in connection with the Sales Process and pursuant to clause 7(3)(c) of the *Canada Personal Information Protection and Electronic Documents Act*, the Receiver is authorized and permitted to disclose personal information of identifiable individuals to prospective purchasers or bidders and to their advisors, but only to the extent

desirable or required to negotiate and attempt to complete one or more sale transaction (each, a “**Transaction**”). Each prospective purchaser or bidder to whom such information is disclosed shall maintain and protect the privacy of such information and shall limit the use of such information to its evaluation of the Transaction, and if it does not complete a Transaction, shall: (i) return all such information to the Receiver; or (ii) destroy all such information that is not electronically stored and, in the case of such information that is electronically stored, destroy all such information to the extent it is reasonably practical to do so. The purchaser in any Transaction shall be entitled to continue to use the personal information provided to it, and related to the property purchased, in a manner which is in all material respects identical to the prior use of such information by EHGNA or the Receiver, and shall return all other personal information to the Receiver, or ensure that all other personal information is destroyed.

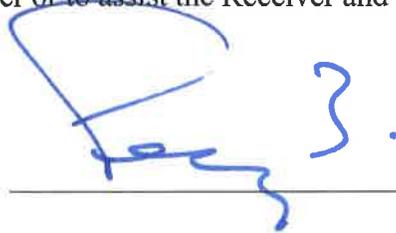
GENERAL

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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ON / BOOK NO:
LE / DANS LE REGISTRE NO:

MAR 28 2019

PER / PAR: 



CORNER FLAG LLC
Applicant

and

ERWIN HYMER GROUP NORTH AMERICA, INC.
Respondent

Court File No. CV-19-614593-00CL

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

Proceeding commenced at Toronto

**ORDER
(Approval of Sales Process)**

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