



No. S209201
Vancouver Registry

In the Supreme Court of British Columbia

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

AND

IN THE MATTER OF MOUNTAIN EQUIPMENT CO-OPERATIVE AND 1314625 ONTARIO
LIMITED

Petitioners

ORDER MADE AFTER APPLICATION

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))
BEFORE)	THE HONOURABLE MADAM)
)	JUSTICE FITZPATRICK)
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26/Oct/2020

ON THE APPLICATION OF the Petitioners, without notice coming on for hearing by MS Teams videoconference on this date; AND ON HEARING Scott M. Boucher, counsel for the Petitioners Kibben Jackson, counsel for Kingswood Capital Management LP and 1264686 B.C. Ltd., and H. Lance Williams, counsel for the Monitor; AND UPON READING the material filed, including the Affidavit #4 of Krystal Shayler made 23/Oct/2020; AND PURSUANT TO the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36 as amended (the "**CCAA**"), the British Columbia *Supreme Court Civil Rules* and the inherent jurisdiction of this Court;

THIS COURT ORDERS AND DECLARES that:

1. The form of sale approval and vesting order granted by Madam Justice Fitzpatrick on 02/Oct/2020 and entered on 02/Oct/2020 be amended as follows:
 - (a) by adding the underlined wording below to paragraph 3(b)(v) of that Order such that it reads as follows:

- (v) the properties municipally known as: (i) 1428 Leighland Road, Burlington (PIN 07081-0253(LT)); (ii) 1430 Leighland Road, Burlington (PIN 07081-0254(LT)); and (iii) 1030 Brant Street, Burlington (PIN 07081-0411(LT)) (collectively, the "**Burlington Property**") to MEC GP Ltd., as general partner for and on behalf of MEC Burlington Limited Partnership;"
- (b) by adding the underlined wording below to paragraph 3(b)(vi) of that Order such that it reads as follows:
- (vi) the properties municipally known as: (i) 366 Richmond Road, Ottawa (PIN 04017-0142(LT)); (ii) 374 Richmond Road, Ottawa (PIN 04017-0143 (LT)); (iii) 378 Richmond Road, Ottawa (PIN 04017-0201(LT)); and (iv) 375 Danforth Avenue, Ottawa (PIN 04017-0145(LT)) (collectively, the "**Ottawa Property**") to MEC GP Ltd., as general partner for and on behalf of MEC Ottawa Limited Partnership;"
- (c) by adding the underlined wording below to paragraph 3(b)(vii) of that Order such that it reads as follows:
- (vii) the property municipally known as 784 Sheppard Avenue East, North York, Ontario (PIN 10059-0267(LT)) (the "**North York Property**") to MEC GP Ltd., as general partner for and on behalf of MEC North York Limited Partnership;"
- (d) by adding the underlined wording below to paragraph 8(c) of that Order such that it reads as follows:
- (c) with the Registrar of Land Titles ("**Land Titles Registrar**") for the lands defined below, the Land Titles Registrar shall and is hereby authorized, requested and directed to forthwith, notwithstanding the requirements of Section 191(1) of the Land Titles Act, R.S.A. 2000, c. L-7 and notwithstanding that the appeal period in respect of this Order may not have elapsed:"
- (e) by adding the underlined wording below of Schedule "E" - Claims To Be Deleted From Title To Real Property to that Order under the subheading "366 Richmond Road, Ottawa", such that it reads as follows:
- (a) Instruments to be deleted from PIN 04017-0142 (LT), PIN 04017-0145 (LT), PIN 04017-0143 (LT) and PIN 04017-0201 (LT)"
- (f) by adding the underlined wording below and removing the wording struck out below of Schedule "G" – Permitted Encumbrances – Real Property to that Order under the Specific Instrument for "366 Richmond Road, Ottawa", such that it reads as follows:

366 Richmond Road, Ottawa

Registration Number	Date	Instrument Type
LT1207449	June 30, 1997	Transfer-PIN 04017-0142 (LT)
OC1207449 OC724823	May 31, 2007	Transfer PIN 04017-0145 (LT)
OC696113	March 14, 2007	Transfer PIN 04017-0201 (LT)

LT1175950	January 26, 1999	Transfer PIN 04017-0143 (LT)
LT1180465	February 19, 1999	Transfer PIN 04017-0143 (LT)
OC1381026	July 4, 2012	Transfer of Easement PIN 04017-0201 (LT)
OC1475005	May 8, 2013	Transfer Easement PIN 04017-0145 (LT) and PIN 04017-0201 (LT) and PIN 04017-0142
OC1475006	May 8, 2013	Transfer of Easement PIN 04017-0201 (LT)
OC1381028	July 4, 2012	Transfer Easement PIN 04017-0143 (LT) only
OC1475004	May 8, 2013	Transfer Easement PIN 04017-0201 (LT) only
LT1229978	September 20, 1999	Site Plan Control Agreement PIN 04017-0142 (LT) and PIN 04017-0143
CR668702	April 9, 1975	Site Plan Agreement PIN 04017-0145 (LT) only
NS6100	February 28, 1978	Amending Site Plan Agreement PIN 04017-0145 (LT) only
OC1339043	March 5, 2012	Site Plan Agreement
OC1339044	March 5, 2012	Maintenance & Liability Agreement
OC1339045	March 5, 2012	On Site Parking Agreement
LT1289591	June 8, 2000	Application to Annex Restrictive Covenants

2. Endorsement of this Order by counsel appearing, other than counsel for the Petitioners, is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:


 Signature of _____

☐ party ☒ lawyer for the Petitioners

Scott M. Boucher



By the Court.


 Registrar



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NORTON ROSE FULBRIGHT CANADA LLP

Barristers & Solicitors
1800 – 510 West Georgia Street
Vancouver, BC V6B 0M3
Attention: Howard A. Gorman, Q.C.

~~Agent: West Coast Title Search~~

SCB/ker ^{to} Mr. Scott Boucher

File# 1001118436