



Court File No. 35-1799420T

ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY

THE HONOURABLE *REGINA*
SENIOR JUSTICE *T. HEENEY*)

TUESDAY THE 8th DAY
OF NOVEMBER, 2016

BETWEEN:

BANK OF MONTREAL

Applicant

- and -

**ABINGDON MEAT PACKERS LIMITED and
DESIMONE INVESTMENTS LIMITED**

Respondents

ANCILLARY ORDER

THIS MOTION, made by Albert Gelman Inc. ("**AGI**"), in its capacity as court appointed Receiver (in such capacities, the "**Receiver**"), without security, of all of the assets, undertakings and properties of Abingdon Meat Packers ("**AMPL**") Limited and Desimone Investments Limited ("**DIL**") (collectively the "**Debtors**") appointed pursuant to the order of the Honourable Justice Miller dated May 26, 2015 (the "**Appointment Order**") for an Order for the following relief:

- a) An order that the time for service, filing and confirmation of the Notice of Motion and Motion Record be abridged so that this motion is properly returnable today and hereby dispensing with further service and confirmation hereof;

- b) An Order approving the Receiver's Third Report to the Court dated October 12, 2016 (the "**Third Report**") and the Confidential Third Report dated October 12, 2016 (the "**Third Confidential Report**");
- c) An Order sealing the Third Confidential Report until the Assignment, as defined in the Third Report, is complete and the Receiver's Certificate in relation to same is filed;
- d) An Order that the Statement of Receipts and Disbursements as detailed in the Third Report (the "**Statement of Receipts and Disbursements**") be approved;
- e) An Order that the fees and disbursements of the Receiver as detailed in the Second Report (the "**Receiver's Fees**") and payment of same be approved;
- f) An Order that the fees and disbursements of counsel to the Receiver, Harrison Pensa LLP, as detailed in the Third Report (the "**Counsel Fees**") and payment of same be approved;
- g. An Order that, after payment of the Receiver's Fees and Counsel Fees herein approved, and upon the Receiver filing a certificate in the form attached at Schedule "A" to this order herein certifying that it has completed the Assignment and other activities described in the Third Report, the Receiver shall be discharged as Receiver of the Property 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 AGI in its capacity as Receiver.
- h. An Order that AGI be released and discharged from any and all liability that AGI now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of AGI, prior to the date of this Order, while acting in its capacity as Receiver herein. Without limiting the generality of the foregoing, AGI be forever released and discharged from any and all liability

relating to matters that were raised, or which could have been raised, in the within receivership proceedings prior to the date of this Order including any claims made as against the proceeds subject to the Distribution as detailed in the Third Report and the Confidential Third Report, save and except for the Receiver's gross negligence or willful misconduct;

- i. Such further and other relief as counsel may request and this honourable court may permit.

was heard this day at the Court House, 80 Dundas Street, London, Ontario.

ON READING the Notice of Motion, the Third Report and the Third Confidential Report with Appendices, and on hearing submissions from counsel for the Receiver, no one appearing for any other person on the service list, although properly served as appears from the Affidavit of Service of Kelly Bryant sworn October 20, 2016 and November 4, 2016, filed

1. **THIS COURT ORDERS** that the time for service, filing and confirmation of the Notice of Motion and Motion Record be abridged so that this motion is properly returnable today and hereby dispensing with further service and confirmation hereof,
2. **THIS COURT ORDERS** that the Third Report, the Third Confidential Report and the activities and conduct of the Receiver as detailed therein are hereby approved.
3. **THIS COURT ORDERS** that the Third Confidential Report be sealed until such time that the Assignment (as defined in the Third Report) is complete and the Receiver's Certificate in relation to same is filed by the Receiver.
4. **THIS COURT ORDERS** that the Statement of Receipts and Disbursements is hereby approved.
5. **THIS COURT ORDERS** that the Receiver's Fees and payment of same are hereby approved.

6. **THIS COURT ORDERS** that the Counsel Fees and payment of same are hereby approved.
7. **THIS COURT ORDERS** that, after payment of the Receiver's Fees and Counsel Fees herein approved, and upon the Receiver filing a certificate in the form attached at Schedule "A" hereto certifying that it has completed the Assignment and other activities described in the Third Report, the Receiver shall be discharged as Receiver of the Property 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 AGI in its capacity as Receiver.
8. **THIS COURT ORDERS** that AGI be released and discharged from any and all liability that AGI now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of AGI, prior to the date of this Order, while acting in its capacity as Receiver herein. Without limiting the generality of the foregoing, AGI shall be forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings prior to the date of this Order including any claims made as against the proceeds subject to the Distribution as detailed in the Third Report and the Confidential Third Report, save and except for the Receiver's gross negligence or willful misconduct.



Justice, *Ontario* Superior Court of Justice
– in Bankruptcy and Insolvency

**ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY**

BETWEEN:

BANK OF MONTREAL

Applicant

- and -

**ABINGDON MEAT PACKERS LIMITED and
DESIMONE INVESTMENTS LIMITED**

Respondents

CERTIFICATE OF COMPLETION

RECITALS

A. Pursuant to an Order of the Honourable Justice Miller of the Ontario Superior Court of Justice (the "**Court**") dated May 28, 2015, Albert Gelman Inc. was appointed as the receiver (the "**Receiver**") of the undertaking, property and assets of Abingdon Meat Packers ("**AMPL**") Limited and Desimone Investments Limited ("**DIL**") (collectively the "**Debtors**").

B. Pursuant to an Order of the Court dated November [] , 2016 the Court approved the Assignment (the "**Assignment**") of the Insurance Policy – Policy Number 000934455, Plan Name – Universal Life IIA, Owner – Desimone Investment Ltd. ("**DIL**"), Life Insured – Bice Desimone (the "**Insurance Policy**") pursuant to the documents appended to the Confidential Third Report of the Receiver dated October 12, 2016 at Appendix "C" (the "**Assignment Documents**") to the Bank of Montreal (the "**Bank**"), and provided for the vesting in the Bank of DIL's right, title and interest in and to the Insurance Policy, which vesting is to be effective with respect to the Insurance Policy upon the delivery by the Receiver to the Bank of executed Assignment Documents, and the delivery of same to Co-Operators Life Insurance Company ("**Co-Operators**").

THE RECEIVER HEREBY CERTIFIES the following:

1. The Receiver has completed the Assignment and all of the outstanding matters in accordance with the terms of the Third Report, such that the discharge and release of the Receiver should now be effective.

DATED at Hamilton, Ontario this day of _____, 2016.

**Albert Gelman Inc., in its capacity as
Receiver of the undertaking, property
and assets of Abingdon Meat Packers
Limited and Desimone Investments
Limited , and not in its personal capacity**

Name:

Title:

BANK OF MONTREAL
Applicant

- and -

ABINGDON MEAT PACKERS LIMITED et al
Respondents

Court File No. 35-1799420T

ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY
PROCEEDING COMMENCED AT
LONDON

ORDER

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Lawyers for the Receiver

TCH/162431