

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

THE HONOURABLE  
JUSTICE GILMORE

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TUESDAY, THE 10<sup>TH</sup>  
DAY OF MAY, 2022

***IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
GATEWAY MARKET CANADA INC. OF THE CITY OF TORONTO IN THE PROVINCE  
OF ONTARIO***

**ORDER**

**THIS MOTION**, made by Gateway Market Canada Inc. (the "**Corporation**") for, among other things, an order extending the time for the Corporation to file a proposal under section 50.4 of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, as amended (the "**BIA**") to July 3, 2022, was heard this day at 330 University Avenue, Toronto, Ontario by video conference.

**ON READING** the Affidavit of Mary Kelly sworn May 2, 2022 and the exhibits thereto; and the First Report of Albert Gelman Inc. in its capacity as proposal trustee of the Corporation (the "**Proposal Trustee**") and on hearing the submissions of the counsel for the Corporation and counsel for the Proposal Trustee, and no one else appearing although duly served,

**A. SERVICE**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion, Motion Record and Factum of the Corporation is hereby abridged and service of same is validated so that this motion is properly returnable today.

**B. EXTENSION OF TIME**

2. **THIS COURT ORDERS** that the time for the Corporation's filing of a proposal under the BIA and the stay of proceedings herein be and is hereby extended in accordance with subsection 50.4(9) of the BIA to and including July 3, 2022.

**C. ADMINISTRATIVE CONSOLIDATION**

3. **THIS COURT ORDERS** that the present matter and the related matters in Court File No. 31-2822741 and 31-2822739 (the "**Related Matters**") shall be treated jointly as a single court file so as to consolidate, for administrative purposes only, the within proceeding and the Related Matters (collectively, the "**Proposal Proceedings**") and authorizes and directs that the Proposal Proceedings continue under the following joint title of proceedings:

Court File Nos. 31-2822735/31-2822739/31-2822741  
Estate File Nos. 31-2822735/31-2822739/31-2822741

**IN THE MATTER OF THE NOTICES OF INTENTION TO MAKE A PROPOSAL OF  
TOBMAR INVESTMENTS INTERNATIONAL INC., TOBMAR INVESTMENTS INC.,  
AND GATEWAY MARKET CANADA INC., EACH OF THE CITY OF TORONTO IN  
THE PROVINCE OF ONTARIO**

4. **THIS COURT ORDERS** that a copy of this Order be filed in the court files for the Related Matters.

5. **THIS COURT ORDERS** that all further materials in the Proposal Proceedings shall be filed in the court and estate file under Court File No. 31-2822735 and Estate No. 31-2822735.

**D. ADMINISTRATIVE CHARGE**

6. **THIS COURT ORDERS** that the Proposal Trustee and counsel for the Proposal Trustee shall be entitled to the benefit of and are hereby granted a charge in first priority (the “**Administrative Charge**”) on all of the Corporation’s current and future assets, undertakings and properties of any nature or kind whatsoever and wherever situate, including all proceeds thereof (the “**Property**”) not exceeding \$75,000.00 as security for the professional fees and disbursements incurred by the Proposal Trustee and counsel for the Proposal Trustee in respect of these proceedings, both before and after the filing by the Corporation of a Notice of Intention to Make a Proposal under the BIA and the professional fees and disbursements of the Albert Gelman Inc. as trustee in bankruptcy, including the fees and disbursements of its counsel.

7. **THIS COURT ORDERS** that the filing, registration or perfection of the Administrative Charge shall not be required and that the Administrative Charge shall be valid and enforceable for all purposes, including against any right, title or interest filed, registered, recorded or perfected subsequent to the Administrative Charge coming into existence, notwithstanding such failure to file, register or perfect.

8. **THIS COURT ORDERS** that the Administrative Charge shall not be rendered invalid or unenforceable and the rights and remedies of the chargees entitled to the benefit of the Administrative Charge (collectively, the “**Chargees**”) shall not otherwise be

limited or impaired in any way by: (i) the pendency of the Proposal Proceedings and the declarations of insolvency made in the Proposal Proceedings; (ii) any application for a bankruptcy order pursuant to the BIA, or any bankruptcy order made pursuant to such applications; (iii) the filing of any assignments for the general benefit of the creditors pursuant to the BIA; (iv) the provisions of any federal or provincial statutes; or (v) any negative covenants, prohibitions or other similar provisions with respect to borrowings, incurring debt or the creation of encumbrances contained in any existing loan documents, lease, sublease, offer to lease to lease or other agreements (collectively, an “**Agreement**”) which binds the Corporation, and notwithstanding any provision to the contrary in any such Agreement:

- (a) the creation of the Administrative Charge shall not create or be deemed to constitute a breach by the Corporation of any Agreement to which it is a party;
- (b) none of the Chargees shall have any liability to any person whatsoever as a result of any breach of any Agreement caused by or resulting from the creation of the Administrative Charge; and
- (c) the payments made by the Corporation pursuant to this Order, and the granting of the Administrative Charge, do not and will not constitute preferences, fraudulent conveyances, transfers at undervalue, oppressive conduct, or other challengeable or voidable transactions under any applicable law.

**E. APPROVAL OF FIRST REPORT**

9. **THIS COURT ORDERS** that the First Report of the Proposal Trustee and the actions and activities of the Proposal Trustee as outlined therein be and same are hereby approved.

**F. GENERAL**

10. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Time on the date of this Order.

A handwritten signature in blue ink, appearing to read "C. Moore, Jr.", is written above a horizontal line.

*(Signature of judge)*

RCP-E 59A (September 1, 2020)

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**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

PROCEEDING COMMENCED AT  
TORONTO

**ORDER**

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Lawyers for the Insolvent Person

RCP-E 4C (July 1, 2007)