



SUPERIOR COURT OF JUSTICE

COUNSEL SLIP/ENDORSEMENT

COURT FILE NO.: CV-22-00688427-00CL DATE: 12 October 2022

NO. ON LIST: _____

TITLE OF PROCEEDING: **THE TORONTO DOMINION BANK v.
CUTTING EDGE PRECISION SERVICES ULC ET AL.**
BEFORE JUSTICE: **MADAM JUSTICE KIMMEL**

PARTICIPANT INFORMATION

For Plaintiff, Applicant, Moving Party, Crown:

Name of Person Appearing	Name of Party	Contact Info
Sam Rappos	For Toronto Dominion Bank	samr@chaitons.com

For Defendant, Respondent, Responding Party, Defence:

Name of Person Appearing	Name of Party	Contact Info
Tom Serafimovski	For Cutting Edge Precision Services ULC et al.	tserafimovski@mctaguelaw.com
Kyle Plunkett	For The Proposed Receiver	kplunkett@airdberlis.com

For Other, Self-Represented:

Name of Person Appearing	Name of Party	Contact Info
Bryan Gelman	Proposed Receiver for Cutting Edge	bgelman@albertgelman.com
Tony Van Klink	For BDC	tvanklink@millerthomson.com
Ruth Thomson	BDC	

ENDORSEMENT OF JUSTICE KIMMEL:

1. This application by TD Bank for the appointment of a receiver over all of the property of the debtors was served on Friday October 7, 2022 after a potential sale transaction fell through. The TD Bank is a secured creditor of the debtors with a first priority charge over certain assets.
2. Business Development Bank (“BDC”), another secured lender with a first priority charge over certain of the property of the debtors, seeks an adjournment of the motion to afford it additional time for its review of this matter and to consider its position. The motion was short served by email on BDC only two business days prior to the return date because of the Thanksgiving long weekend.
3. The applicant proposed an interim order for the appointment of the receiver over all of the property of the debtors, but with limited powers pending the ongoing review by BDC, with an early further return date for the court to consider its request for the expanded powers typically granted to court appointed receivers. This would enable the receiver to begin its review of the debtors business and to consider the options available to it going forward, while also allowing another prospective purchaser of some or all of the assets of the debtors the time that it has requested to consider whether to come forward with an alternative transaction proposal. The debtors consent to the receiver’s proposed order.
4. BDC objects to the proposed limited scope receivership order because it purports to include the appointment of a receiver over assets in respect of which BDC holds first priority, even though no powers are proposed to be granted to the receiver in respect of those assets at this time.
5. The court was able to offer two hours on October 21, 2022 at 10:00 a.m. for this matter to come back on for a hearing. There was no demonstrated urgency to justify the court granting even the limited scope interim relief that the TD Bank seeks pending that next return date, over the objection of BDC.
6. The parties were encouraged to work out the terms of a consent interim order for the appointment of a receiver over the property of the debtors that excludes the assets in respect of which BDC is in the first secured position and that is without prejudice to all parties at the next return date. They have done so. Order to go on consent in the form signed by me today.
7. The TD Bank’s application for the appointment of a receiver is adjourned to October 21, 2022 at 10:00 a.m. Updated materials for the return of this motion shall be delivered and filed and uploaded onto CaseLines by 2 p.m. on October 19, 2022. These materials shall include a factum from the applicant and from any party opposing the relief sought.
8. A copy of this endorsement and the order signed today, and all further materials delivered and to be filed in respect of the next return date, shall be served upon the service list.

A handwritten signature in black ink that reads "Kimmel J." with a stylized, cursive script.

KIMMEL J.