



SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

COUNSEL/ENDORSEMENT SLIP

COURT FILE NO.: CV-22-00690513-00CL

DATE: June 16, 2025

NO. ON LIST: 2

TITLE OF PROCEEDING:

2046245 Ontario Inc. / 2222228 Ontario Inc. / 2473560 Ontario Inc. / 2473441 Ontario Inc.
Vs.
2244039 Ontario Inc. / 1526400 Ontario Inc.

BEFORE: Justice J. Dietrich

PARTICIPANT INFORMATION

For Plaintiff, Applicant:

Name of Person Appearing	Name of Party	Contact Info

For Defendant, Respondent:

Name of Person Appearing	Name of Party	Contact Info

For Other, Self-Represented:

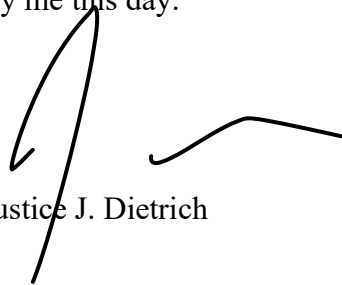
Name of Person Appearing	Name of Party	Contact Info
Dan Rosenbluth	Counsel for the Receiver	Daniel.rosenbluth@paliarerland.com
Tom McElroy	Receiver	tmcelroy@albertgelman.com

ENDORSEMENT OF JUSTICE J. DIETRICH:

- [1] Albert Gelman Inc. as court-appointed receiver (the “Receiver”), of all of the assets, undertakings and properties of 2244039 Ontario Inc. and 1526400 Ontario Inc. (the “Debtors”), seeks an order:
- (a) approving the Third Report of the Receiver dated June 2, 2025 (the “Third Report”) and the activities as the Receiver as described therein;
 - (b) approving the Receiver's final statement of receipts and disbursement for each of the Debtors as of June 2, 2025;
 - (c) approving the fees and disbursements of the Receiver and its counsel as set out in the Third Report including the Estimated Fee Accrual referenced therein;
 - (d) discharging the Receiver upon the filing of a certificate with the Court certifying that all outstanding matters in these receivership proceedings have been completed to the satisfaction of the Receiver (the “Discharge Certificate”); and
 - (e) releasing and discharging the Receiver from any and all liabilities arising out of, its acts or omissions while acting as Receiver, save and except for any gross negligence or willful misconduct.
- [2] Today's hearing was unopposed.
- [3] Defined terms not otherwise defined herein have the meaning provided for in the Receiver's Aide Memoire filed in support of this motion.
- [4] The Receiver was appointed by Order of this Court dated December 1, 2022. The Receivership Order was effective as of December 13, 2022.
- [5] The Debtors each owned certain real property which has, pursuant to previously court-approved transactions, been sold by the Receiver.
- [6] Pursuant to the authority given to the Receiver by Order dated November 29, 2023, the Receiver filed an assignment in bankruptcy with respect to each of the Debtors on December 1, 2023.
- [7] The Receiver has now completed its mandate, other than the remaining activities described in the Third Report. The Receiver is not aware of any remaining secured creditors of the Debtors and continues to hold approximately \$800,000. The Receiver intends to transfer these funds to the Bankruptcy Trustees. In that respect, the Receiver is aware of unsecured tax obligations owing by the Debtors, but is not aware of any other material unsecured creditors of the Debtors.
- [8] The Receiver is seeking approval of the Third Report and the activities of the Receiver set out therein. The activities of the Receiver described in the Third Report were necessary and undertaken in good faith and are, along with, the final statement of receipts and disbursements attached to the Third Report, approved. The order sought contain the usual caveat that only the Receiver may rely on such approval.
- [9] The Receiver also seeks approval of its fees and disbursements and those of its legal counsel, including the Estimated Fee Accrual. In this respect, as the Court of Appeal for Ontario held in *Bank of Nova Scotia v Diemer* 2014 ONCA 851 at paras 33 and 45, this Court does not undertake a line-by-line analysis of the invoices. Rather, the guiding principles on fee approvals of this nature are whether the fees are fair, reasonable, and proportionate given the value of the Debtors’ assets and liabilities, as well as the complexity of the Debtors’ business and the proceeding. In considering these guiding principles, the fees of the Receiver and its counsel are appropriate and are approved.

[10] The proposed Discharge Order authorizes the Receiver to issue the Discharge Certificate following the completion of the remaining activities as set out in the Third Report. I am satisfied that the discharge of the Receiver is appropriate given that, subject to the remaining matters, the administration of the Receiver's mandate will be complete. The proposed releases are consistent with the releases granted by this Court in other receivership proceedings and include the standard carve outs for gross negligence or willful misconduct.

[11] Order to go in the forms signed by me this day.

A handwritten signature in black ink, consisting of a large, stylized loop on the left and a horizontal line extending to the right.

June 16, 2025

Justice J. Dietrich