



Court File No. BK25-3207793-0033

**ONTARIO
SUPERIOR COURT OF JUSTICE**

THE HONOURABLE)

WEDNESDAY, THE 30TH

)

JUSTICE KERSHMAN)

DAY OF JULY, 2025

**IN THE MATTER OF THE NOTICES OF INTENTION
TO MAKE A PROPOSAL TO CREDITORS OF 11449346
CANADA INC. o/a P3 PANEL COMPANY AND
12574764 CANADA LTD. o/a UNITED EDGE
STRUCTURAL COMPONENTS**

ANCILLARY RELIEF ORDER

THIS MOTION made by 11449346 Canada Inc. o/a P3 Panel Company and 12574764 Canada Ltd. o/a United Edge Structural Components (together, the “Companies”, which term refers to both and either of them), for an order, among other things, (i) extending the time to file a proposal; (ii) approving the fourth report dated July 25, 2025 (collectively with the appendices thereto, the “Fourth Report”) of Albert Gelman Inc. in its capacity as proposal trustee of the Companies (in such capacity, the “Proposal Trustee”), and the activities of the Proposal Trustee set out therein; (iii) approving the fees and disbursements of the Proposal Trustee and its independent legal counsel incurred to date in connection with these proceedings (collectively, the “Professional Fees”); and (iv) temporarily sealing, the five Confidential Appendices to the Fourth Report, was heard this day by videoconference in Ottawa, Ontario.

AND THIS MOTION made by the Proposal Trustee for an order, among other things, (i) order increasing the quantum of the Administration Charge (as this term is defined in paragraph

4 of the Order of the Honourable Justice Kershman dated April 9, 2025, which Order is hereinafter referred to as the “April 9 Order”) to \$350,000; (ii) authorizing the Proposal Trustee to make payments on behalf of the Companies to the Professionals and the Interim Lender (each as defined in the April 9 Order) from the proceeds of the transaction contemplated by an asset purchase agreement between the Companies and 1001281812 Ontario Inc. (the “Purchaser”) dated July 22, 2025, as amended on July 25, 2025 and as may be further amended from time to time (such agreement being the “APA”); and (iii) approving the first supplement to the Fourth Report of the Proposal Trustee dated July 28, 2025 (collectively with the appendices thereto, the “Supplemental Report”), was heard this day by videoconference in Ottawa, Ontario together with the Motion of the Companies.

ON READING the affidavit of Dylan Sliter sworn July 23, 2025 and the exhibits thereto, the affidavit of Jacquie Emery sworn July 29, 2025 and the exhibits thereto, and on reading the Fourth Report and the Supplemental Report including the appendices thereto.

ON HEARING the submissions of counsel for the Companies, counsel for the Proposal Trustee, and such other counsel that were present, no one else appearing for any other person although duly served.

1. **THIS COURT ORDERS** that the time for service of the notice of motion of the Companies and all materials filed in respect of this motion is hereby abridged and validated so that this motion is properly returnable today, and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the time for service of the notice of motion of the Proposal Trustee and all materials filed in respect of this motion is hereby abridged and validated so that this motion is properly returnable today, and hereby dispenses with further service thereof.

3. **THIS COURT ORDERS** that the time for the Companies to make a proposal to their creditors, and the time for the Proposal Trustee to file such proposal with the official receiver, be and is hereby extended to and including September 15, 2025, in accordance with section 50.4(9) of the *Bankruptcy and Insolvency Act* (Canada).

4. **THIS COURT ORDERS** that the Proposal Trustee's Fourth Report and Supplemental Report, and the activities of the Proposal Trustee described therein, are hereby approved, provided, however, that only the Proposal Trustee in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

5. **THIS COURT ORDERS** that the Professional Fees, as set out in the affidavits of fees appended to the Fourth Report, are hereby approved, and the Proposal Trustee is hereby authorized to pay same from retainer funds held by the Proposal Trustee.

6. **THIS COURT ORDERS** that Confidential Appendices "1", "2", "3", "4" and "5" to the Fourth Report shall be sealed with the Court until the earlier of the filing of the Proposal Trustee's Certificate, as that term is defined in the Approval and Vesting Order made by this Court in this Court File on this day, or further order of this Court.

7. **THIS COURT ORDERS** that the quantum of the Administration Charge referred to in paragraph 4 of the April 9 Order is hereby increased from \$250,000 to \$350,000. References to "\$250,000" contained in paragraphs 4 and 11 of the April 9 Order are hereby deleted and replaced with "\$350,000."

8. **THIS COURT HEREBY AUTHORIZES AND DIRECTS** the Proposal Trustee to, forthwith following Closing (as defined in the APA) and on the Companies' behalf, make the following payments from the Cash Consideration (as defined in the APA):

- a) To the Professionals in respect of their professional fees, disbursements and HST applicable thereto secured by the Administration Charge, as such charge has been increased by this Order; and
- b) To the Interim Lender in respect of amounts owing by the Companies under the Interim Financing Facility (as defined in the April 9 Order).

9. **THIS COURT ORDERS** that, for certainty only, the payments referred to in paragraph 8 are to be made on the account of the Companies and are not subject to the levy provided for in section 147 of the *Bankruptcy and Insolvency Act* (Canada).

10. **THIS COURT ORDERS** that notwithstanding anything else contained in this Order, each of the payments and distributions provided for in this Order shall be made free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the April 9 Order or this Order, and (ii) all charges, security interests or claims evidenced by registrations pursuant to the Personal Property Security Act or any other personal property registry system or real property registry system.

11. **THIS COURT ORDERS** that the Proposal Trustee or any other person

facilitating payments pursuant to this Order shall be entitled to deduct and withhold from any such payments such amounts as may be required to be deducted or withheld under any applicable law and to remit such amounts to the appropriate governmental authority or other person entitled thereto as may be required by such law. To the extent that amounts are so withheld or deducted and remitted to the appropriate governmental authority or other person entitled thereto, such withheld or deducted amounts shall be treated for all purposes as having been paid pursuant to this Order.

12. **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, without the need for entry and filing, but the Companies shall use best efforts to enter and file a copy of this Order as soon as reasonably practicable.



KESHAVAN. J

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COMPONENTS

Court File No.: BK25-00000237-0033

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

Proceeding commenced at Ottawa

ANCILLARY RELIEF ORDER

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July 24/25

*For oral reasons given, order tops
as signed.*

*Next date
August 25/25 for 1 hour only*



KRS MUNN J



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