

ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)

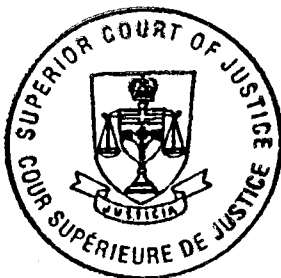
THE HONOURABLE) WEDNESDAY, the 20th DAY
JUSTICE HAINES) OF AUGUST, 2014

BETWEEN:

ICICI BANK CANADA

Applicant

and



BAYSIDE MALL LIMITED

Respondent

ORDER
(Fifth Report of the Receiver)

THIS MOTION, made by A. John Page & Associates Inc., in its capacity as the Court-appointed Receiver (the "Receiver") of certain of the undertaking, property, and assets of BAYSIDE MALL LIMITED (the "Debtor") for an order approving the Fifth Report of the Receiver dated August 11, 2014 (the "Fifth Report") and approving the conduct and activities of the Receiver as described in that report, increasing the Receiver's borrowing limit by \$250,000, approving an agreement between the Receiver and the City of Sarnia, authorising the Receiver to enter into a lease extension agreement with the County of Lambton, approving the Receiver's

Statement of Receipts and Disbursements, sealing Confidential Exhibit E to the Fifth Report, and approving the fees and expenses of the Receiver and its counsel to July 31, 2014, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Fifth Report and on hearing the submissions of counsel for the Receiver, the Applicant, and other counsel appearing on the motion, no one appearing for any other person on the service list although properly served as appears from the affidavit of Jeffrey Rosekat sworn August 12th, 2014, filed:

1. **THIS COURT ORDERS** that Fifth Report and the actions and activities of the Receiver as set forth in the Fifth Report are hereby approved.
2. **THIS COURT ORDERS** that the Statement of Receipts and Disbursements as contained in the Fifth Report is hereby approved.
3. **THIS COURT ORDERS** increasing the Receiver's borrowing limit by \$250,000 to \$1,000,000;
4. **THIS COURT ORDERS** that the agreement between the Receiver and the City of Sarnia with respect to the joint marketing of the Land and Building is approved and the Receiver is authorized to enter into that agreement.
5. **THIS COURT ORDERS** that the Receiver is authorised to enter into a lease extension agreement on behalf of Bayside Mall Limited with the County of Lambton substantially

in accordance with the terms set out in the Term Sheet attached to the Fifth Report as Confidential Exhibit E.

6. **THIS COURT ORDERS** that, until further order of this Court, Confidential Exhibit E to the Fifth Report of the Sales Officer shall be sealed by this Court, kept confidential and not form part of the public record, but rather shall be placed separate and apart from all other contents of the Court file, in a sealed envelope attached to a notice that sets out the title of these proceedings and a statement that the contents are subject to a sealing order.

7. **THIS COURT ORDERS** that the fees of the Receiver for the period ending July 31, 2014 as set forth in the affidavit of A. John Page sworn August 6, 2014, and the exhibits attached thereto are hereby approved and allowed.

8. **THIS COURT ORDERS** that the fees of the Receiver's counsel for the period ending July 31, 2014 as set forth in the affidavit of Timothy Duncan sworn August 11, 2014, and the exhibits attached thereto are hereby approved and allowed.

9. **THIS COURT ORDERS** that the fees of Heath Whiteley for the period ending July 31, 2014 as set forth in the affidavit of Heath Whiteley sworn August XX, 2014, and the exhibits attached thereto are hereby approved and allowed.

Handwritten initials

Handwritten signature: Hailey J

ONTARIO COURT OF CHANCERY
TORONTO

AUG 21 2014

Handwritten flourish

ICICI BANK CANADA
Applicant

-and- BAYSIDE MALL LIMITED
Respondent

Court File No. CV-12-9111-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO

ORDER

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