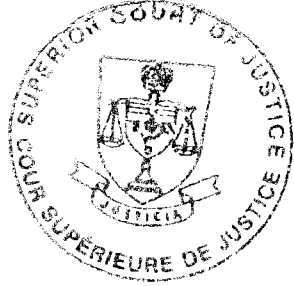


ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)

THE HONOURABLE MR.)
JUSTICE HAINES)

WEDNESDAY, the 26th DAY
OF AUGUST, 2015

BETWEEN:



ICICI BANK CANADA

Applicant

and

BAYSIDE MALL LIMITED

Respondent

APPROVAL AND VESTING ORDER

THIS MOTION, made by A. John Page & Associates Inc. in its capacity as the Court-appointed receiver (the "Receiver") of the undertaking, property and assets of Bayside Mall Limited (the "Debtor") for an order approving the sale transaction (the "Transaction") contemplated by an agreement of purchase and sale (the "Sale Agreement") between the Receiver and Wilsondale Venture Capital Inc., in trust for a company to be incorporated (which has now been incorporated as "Bayside Mall (2015) Limited") (the "Purchaser") dated July 28, 2015 and appended to the Eighth Report of the Receiver dated August 5, 2015 (the "Report"), and vesting in the Purchaser the Debtor's right, title and interest in and to the assets described in the Sale Agreement (the "Purchased Assets"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Report and on hearing the submissions of counsel for the Receiver, for the City of Sarnia, and for ICICI Bank Canada, no one appearing for any other person on the

service list, although properly served as appears from the affidavit of Kellie Engelhardt sworn August 12, 2015 filed:

1. THIS COURT ORDERS AND DECLARES that the Transaction is hereby approved, and the execution of the Sale Agreement by the Receiver is hereby authorized and approved, with such minor amendments as the Receiver may deem necessary. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Transaction and for the conveyance of the Purchased Assets to Bayside Mall (2015) Limited.

2. THIS COURT ORDERS AND DECLARES that upon the delivery of a Receiver's certificate to Bayside Mall (2015) Limited substantially in the form attached as Schedule A hereto (the "**Receiver's Certificate**"), all of the Debtor's right, title and interest in and to the Purchased Assets described in the Sale Agreement shall vest absolutely in Bayside Mall (2015) Limited, 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 (collectively, the "**Claims**") including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of the Honourable Justice Wilton-Siegel dated December 5, 2012; (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry system; and (iii) those Claims listed on Schedule C hereto (all of which are collectively referred to as the "**Encumbrances**", which term shall not include the permitted encumbrances, easements and restrictive covenants listed on Schedule D) and, for greater certainty, this Court orders that all of the Encumbrances affecting or relating to the Purchased Assets are hereby expunged and discharged as against the Purchased Assets.

3. THIS COURT ORDERS that upon the registration of in the Land Registry Office for the Land Titles Division of Lambton (No. 25) of a Notice of Assignment of Lessee's Interest in Lease in the form prescribed by the *Land Registration Reform Act* duly executed by the Receiver, the

Land Registrar is hereby directed to delete and expunge from title to the real property as identified in Schedule B hereto, all of the claims listed in Schedule C hereto.

4. THIS COURT ORDERS that for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Purchased Assets shall stand in the place and stead of the Purchased Assets, and that from and after the delivery of the Receiver's Certificate all Claims and Encumbrances shall attach to the net proceeds from the sale of the Purchased Assets with the same priority as they had with respect to the Purchased Assets immediately prior to the sale, as if the Purchased Assets had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

5. THIS COURT ORDERS that, with respect to the ground lease between the City of Sarnia and the respondent in this matter relating to the lands described in Schedule "B" hereto (the "Ground Lease"), the execution by the Receiver of an Assignment of the Lease in favour of Bayside Mall (2015) Limited and the delivery of such assignment to Bayside Mall (2015) Limited shall constitute a good and full assignment of the Ground Lease.

6. THIS COURT ORDERS AND DIRECTS the Receiver to pay from the proceeds of sale to the City of Sarnia, an amount sufficient to pay all outstanding property taxes owing in respect of the Purchased Assets.

7. THIS COURT ORDERS that, upon the payment of the amount in paragraph 6, the Ground Lease shall be in good standing save and except for repair and maintenance issues, if any.

8. THIS COURT ORDERS that the Receiver is authorised to file Articles of Amendment for and on behalf of Bayside Mall Limited, changing the name of the company to 1368883 Ontario Inc.

9. THIS COURT ORDERS AND DIRECTS the Receiver to file with the Court a copy of the Receiver's Certificate, forthwith after delivery thereof.

10. THIS COURT ORDERS that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Debtor and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Debtor;

the vesting of the Purchased Assets in Bayside Mall (2015) Limited pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Debtor and shall not be void or voidable by creditors of the Debtor, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

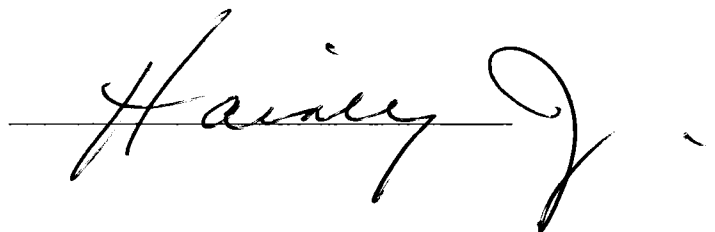
11. THIS COURT ORDERS AND DECLARES that the Transaction is exempt from the application of the *Bulk Sales Act* (Ontario).

12. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:



AUG 26 2015



Schedule A – Form of Receiver’s Certificate

Court File No. CV-12-9911-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)

THE HONOURABLE) DAY, the __th DAY
)
JUSTICE) OF AUGUST, 2015

B E T W E E N:

ICICI BANK CANADA

Applicant

and

BAYSIDE MALL LIMITED

Respondent

RECEIVER’S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Justice Wilton-Siegel of the Ontario Superior Court of Justice (the “Court”) dated December 5, 2012, A. John Page & Associates Inc. was appointed as the receiver (the “Receiver”) of the undertaking, property and assets of Bayside Mall Limited (the “Debtor”).

B. Pursuant to an Order of the Court dated August 26, 2015, the Court approved the agreement of purchase and sale made as of July 28, 2015 (the “Sale Agreement”) between the Receiver and Wilsondale Venture Capital Inc., in trust for a company to be incorporation (which has been incorporated as “Bayside Mall (2015) Limited”) (the “Purchaser”) and provided for the

vesting in Bayside Mall (2015) Limited of the Debtor's right, title and interest in and to the Purchased Assets, which vesting is to be effective with respect to the Purchased Assets upon the delivery by the Receiver to Bayside Mall (2015) Limited of a certificate confirming (i) the payment by Bayside Mall (2015) Limited of the Purchase Price for the Purchased Assets; (ii) that the conditions to Closing as set out in section 4 of the Sale Agreement have been satisfied or waived by the Receiver and Bayside Mall (2015) Limited; and (iii) the Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Sale Agreement.

THE RECEIVER CERTIFIES the following:

1. Bayside Mall (2015) Limited has paid and the Receiver has received the Purchase Price for the Purchased Assets payable on the Closing Date pursuant to the Sale Agreement;
2. The conditions to Closing as set out in section 4 of the Sale Agreement have been satisfied or waived by the Receiver and Bayside Mall (2015) Limited; and
3. The Transaction has been completed to the satisfaction of the Receiver.
4. This Certificate was delivered by the Receiver at _____ [TIME] on _____ [DATE].

A. John Page & Associates Inc., in its capacity as Receiver of the undertaking, property and assets of Bayside Mall Limited, and not in its personal capacity

Per: _____
Name:
Title:

Schedule B – Property Description

FIRSTLY:

PIN No. 43268-0043 LT

Lot 1, Plan 664, Except Part 1, Plan 25R-3635; T/W L469116; S/T L511746, Sarnia

SECONDLY:

PIN NO. 43268-0106 LT

Lot 10, Plan 664, Seaway Lane, Sarnia

Schedule C – Claims to be deleted and expunged from title to Real Property

PIN NO. 43268-0043 LT

1. Instrument No. L282253 registered May 28, 1970, Lease with Louis Maltin trading under firm name and style "Sarnia Bargain Homes"
2. Instrument No. L372883 registered August 21, 1975, Notice of Lease with The Toronto-Dominion Bank;
3. Instrument No. L380359 registered December 15, 1975, Notice of Lease with Walkers Stores Limited;
4. Instrument No. L479012 registered August 27, 1980, Assignment of Lease to The Corporation of the City of Sarnia;
5. Instrument No. L510927 registered September 2, 1982, Notice of Lease with Reitmans Inc.
6. Instrument No. L511286 registered September 14, 1982, Notice of Lease with The Great Atlantic & Pacific Co. of Canada Ltd.
7. Instrument No. L513711 registered November 12, 1982, Agreement with The Great Atlantic & Pacific Company of Canada.
8. Instrument No. L514139 registered November 19, 1982, Assignment of Atlantic & Pacific Company of Canada Lease to S.E.C. Leaseholds Limited.
9. Instrument No. L514140 registered November 19, 1982, Assignment of The Toronto-Dominion Bank Lease to S.E.C. Leaseholds Limited.
10. Instrument No. L519807 registered March 24, 1983, Assignment of Lease to The Cadillac Fairview Corp. Limited.
11. Instrument No. L524381 registered June 15, 1983, Notice of Lease with Kinney Shoes of Canada Ltd.
12. Instrument No. L524382 registered June 15, 1983, Notice of Lease with Bata Industries Ltd.
13. Instrument No. L524383 registered June 15, 1983, Notice of Lease with The Young Manufacturer Inc.
14. Instrument No. L524384 registered June 15, 1982. Notice of Lease with Agnew Surpass Inc.

15. Instrument No. L524385 registered June 15, 1983, Notice of Lease with Garfield News Company of Canada, Pantha Enterprises Limited, Swisslake Enterprises Limited cob Garfield.
16. Instrument No. L524386 registered June 15, 1983, Notice of Lease with Douulton Canada Inc.
17. Instrument No. L524388 registered June 15, 1983, Notice of Lease with Imasco R. I. Inc.
18. Instrument No. L524899 registered June 23, 1983, Notice of Lease with Reitmans Inc.
19. Instrument No. L529707 registered September 22, 1983, Notice of Lease with Multi Restaurants Inc.
20. Instrument No. L529708 registered September 22, 1983, Notice of Lease with Tandy Electronics Ltd.
21. Instrument No. L529709 registered September 22, 1983, Notice of Lease with 536587 Ontario Ltd.
22. Instrument No. L539459 registered April 18, 1984, Notice of Lease with Peoples Jewellers Limited.
23. Instrument No. L547633 registered October 1, 1984, Notice of Lease with The Cadillac Fairview Corporation Limited.
24. Instrument No. L548511 registered October 22, 1984, Notice of Lease with 536587 Ontario Limited.
25. Instrument No. L548976 registered October 31, 1984, Notice of Lease with Dylex Ltd.
26. Instrument No. L548977 registered October 31, 1984, Notice of Lease with Dylex Ltd.
27. Instrument No. L548979 registered October 31, 1984, Notice of Lease with Chateau Stores of Canada Ltd.
28. Instrument No. L549222 registered November 6, 1984, Notice of Lease with K.J.'s Restaurant Ltd.
29. Instrument No. L549223 registered November 6, 1984, Notice of Lease with Suzy Shier (Canada) Ltd.
30. Instrument No. L549224 registered November 6, 1984, Notice of Lease with Suzy Shier (Canada) Ltd.

31. Instrument No. L551254 registered December 18, 1984, Notice of Lease with Canada Permanent Mortgage Corporation.
32. Instrument No. L568513 registered November 21, 1985, Assignment of Lease to Wescan Shopping Centres Inc.
33. Instrument No. L928636 registered December 1, 2004 is a Charge to ICICI Bank Canada in the principal amount of \$6,500,000.00.
34. Instrument No. L928637 registered December 1, 2004 is A General Assignment of Rents.
35. Instrument No. LA10087 registered April 20, 2007 is a Notice between Bayside Mall Limited and ICICI Bank Canada.
36. Instrument No. LA10788 registered May 4, 2007 is a Notice of Charge of Lease between Bayside Mall Limited and ICICI Bank Limited in the principal amount of \$4,000,000.00.
37. Instrument No. LA103762 registered April 10, 2012 is a Notice of Charge of Lease between Bayside Mall Limited and ICICI Bank Canada in the principal amount of \$5,000,000.00.
38. Instrument No. LA116712 registered January 18, 2013 is a Construction Lien registered by Steeplejack Services (Eastern) Ltd. in the amount of \$22,140.00.
39. Instrument No. LA118004 registered February 26, 2013 is a Certificate registered by Steeplejack Services (Eastern) Ltd.
40. Instrument No. LA155219 registered July 28, 2015, Application to Register Court Order.

PIN NO. 43268-0106 LT

1. Instrument No. L511286 registered September 14, 1982, Notice of Lease with The Great Atlantic & Pacific Co. of Canada Ltd.
2. Instrument No. L928636 registered December 1, 2004 is a Charge to ICICI Bank Canada in the principal amount of \$6,500,000.00.
3. Instrument No. L928637 registered December 1, 2004 is a General Assignment of Rents.
4. Instrument No. LA9094 registered March 28, 2007 is a Land Registrar's Order.
5. Instrument No. LA10087 registered April 20, 2007 is a Notice between Bayside Mall Limited and ICICI Bank Canada.
6. Instrument No. LA10788 registered May 4, 2007 is a Notice of Charge of Lease between Bayside Mall Limited and ICICI Bank Limited in the principal amount of \$4,000,000.00.

7. Instrument No. LA103762 registered April 10, 2012 is a Notice of Charge of Lease between Bayside Mall Limited and ICICI Bank Canada in the principal amount of \$5,000,000.00.
8. Instrument No. LA155219 registered July 28, 2015, Application to Register Court Order.

**Schedule D – Permitted Encumbrances, Easements and Restrictive Covenants
related to the Real Property**

(unaffected by the Vesting Order)

GENERAL

1. Encumbrances for real property taxes (which term includes charges, rates and assessments, and other governmental charges or levies) or charges for electricity, power, gas, water and other services and utilities in connection with any of the Property that (i) have accrued but are not yet due and owing or, if due and owing, are adjusted for pursuant to Sections 3.3 and 3.4, or (ii) the validity of which is being contested in good faith.
2. Registered easements, rights-of-way, restrictive covenants and servitudes and other similar rights in land granted to, reserved or taken by any Governmental Authority or public utility; or any registered subdivision, development, servicing, site plan or other similar agreement with any Governmental Authority or public utility.
3. Facility sharing, cost sharing, tunnel, pedway, servicing, parking, reciprocal and other similar agreements with neighbouring landowners and/or Governmental Authorities.
4. Restrictive covenants, private deed restrictions, and other similar land use controls or agreements.
5. Encroachments by any of the Property over neighbouring lands that are permitted under agreements with neighbouring landowners and encroachments over any of the Property by improvements of neighbouring landowners.
6. Any subsisting reservations, limitations, provisos, conditions or exceptions contained in the original grants of the Property from the Crown.
7. Any rights of expropriation, access, use or any other right conferred or reserved by or in any statute of Canada or the Province of Ontario.
8. The provisions of Applicable Laws, including by-laws, regulations, ordinances and similar instruments relating to development and zoning.
9. Any title defects, irregularities, easements, servitudes, encroachments, rights-of-way or other discrepancies in title or possession relating to the Property or the Purchased Assets.
10. Any title defects, irregularities or reservations in respect of any of the Purchased Assets.
11. All other Encumbrances that are Permitted Encumbrances.

SPECIFIC

PIN NO. 43268-0043 LT

1. Instrument No. SA85039 registered November 26, 1953, By-Law with The Municipal Corporation of The City of Sarnia;
2. Instrument No. SA86999 registered July 2, 1954, Transfer to The Corporation of the City of Sarnia;
3. Instrument No. SA87004 registered July 2, 1954, Transfer to The Corporation of the City of Sarnia;
4. Instrument No. SA87005 registered July 2, 1954, Transfer to The Corporation of the City of Sarnia;
5. Instrument No. SA87006 registered July 2, 1954, Transfer to The Corporation of the City of Sarnia;
6. Instrument No. SA87114 registered July 9, 1954, Transfer to The Corporation of the City of Sarnia;
7. Instrument No. SA87953 registered September 27, 1954, Transfer to The Corporation of the City of Sarnia;
8. Instrument No. SA88070 registered October 6, 1954, Transfer to The Corporation of the City of Sarnia;
9. Instrument No. SA89338 registered February 14, 1955, By-Law with The Municipal Corporation of the City of Sarnia;
10. Instrument No. SA89339 registered February 14, 1955, By-Law with The Municipal Corporation of the City of Sarnia;
11. Instrument No. L142854 registered October 19, 1959, Transfer to the Corporation of the City of Sarnia;
12. Instrument No. L143382 registered November 2, 1959, Transfer to the Corporation of the City of Sarnia;
13. Instrument No. L143487 registered November 4, 1959, Transfer to the Corporation of the City of Sarnia;
14. Instrument No. L144129 registered November 24, 1959, Transfer to the Corporation of the City of Sarnia;

15. Instrument No. L144980 registered December 15, 1959, Transfer to the Corporation of the City of Sarnia;
16. Instrument No. L171148 registered March 29, 1962, Transfer to the Corporation of the City of Sarnia;
17. Instrument No. L174005 registered June 25, 1962, Transfer to the Corporation of the City of Sarnia;
18. Instrument No. L208808 registered March 22, 1965, Transfer to the Corporation of the City of Sarnia;
19. Instrument No. L221845 registered February 25, 1966, Transfer to the Corporation of the City of Sarnia;
20. Instrument No. L350691 registered July 8, 1974, Transfer to The Corporation of the City of Sarnia;
21. Instrument No. L436804 registered May 30, 1978, Transfer to The Corporation of the City of Sarnia;
22. Instrument No. L442553 registered August 24, 1978, Transfer to The Corporation of the City of Sarnia;
23. Instrument No. L442990 registered August 30, 1978, Transfer to The Corporation of the City of Sarnia;
24. Instrument No. 25R-2804 registered December 5, 1978 is a Plan Reference.
25. Instrument No. 25R-2805 registered December 5, 1978 is a Plan Reference.
26. Instrument No. 25R-2806 registered December 5, 1978 is a Plan Reference.
27. Instrument No. 25R-2807 registered December 5, 1978 is a Plan Reference.
28. Instrument No. L450983 registered January 12, 1979, Transfer to the Corporation of the City of Sarnia;
29. Instrument No. L452839 registered February 15, 1979, Transfer to the Corporation of the City of Sarnia;
30. Instrument No. L457111 registered May 10, 1979, Transfer to the Corporation of the City of Sarnia;
31. Instrument No. L458549 registered June 5, 1979, Transfer to the Corporation of the City of Sarnia;

32. Instrument No. L460531 registered July 9, 1979, Transfer to the Corporation of the City of Sarnia;
33. Instrument No. L469116 registered December 27, 1979, Transfer to the Corporation of the City of Sarnia;
34. Instrument No. L471474 registered February 29, 1980, Transfer to the Corporation of the City of Sarnia;
35. Instrument No. L476447 registered June 30, 1980, Transfer to the Corporation of the City of Sarnia;
36. Instrument No. L476947 registered July 14, 1980, Transfer to the Corporation of the City of Sarnia;
37. Instrument No. L477822 registered August 1, 1980, Transfer to the Corporation of the City of Sarnia;
38. Instrument No. L478106 registered August 7, 1980, Transfer to the Corporation of the City of Sarnia;
39. Instrument No. L478148 registered August 8, 1980, Transfer to the Corporation of the City of Sarnia;
40. Instrument No. L478178 registered August 8, 1980, Transfer to the Corporation of the City of Sarnia;
41. Instrument No. L479178 registered August 29, 1980, Transfer to the Corporation of the City of Sarnia;
42. Instrument No. L479252 registered August 29, 1980, Transfer to the Corporation of the City of Sarnia;
43. Instrument No. L479482 registered September 4, 1980, Transfer to the Corporation of the City of Sarnia;
44. Instrument No. L480159 registered September 19, 1980, Transfer to the Corporation of the City of Sarnia;
45. Instrument No. L480650 registered September 30, 1980, Transfer to the Corporation of the City of Sarnia;
46. Instrument No. L481287 registered October 10, 1980, Transfer to the Corporation of the City of Sarnia;

47. Instrument No. L481288 registered October 10, 1980, Transfer to the Corporation of the City of Sarnia;
48. Instrument No. L482804 registered November 10, 1980, Quit Claim Transfer to the Corporation of the City of Sarnia;
49. Instrument No. 25R-3352 registered November 19, 1980 is a Plan Reference.
50. Instrument No. L484535 registered December 15, 1980, Transfer to the Corporation of the City of Sarnia;
51. Instrument No. 25R-3391 registered January 15, 1981 is a Plan Reference.
52. Instrument No. 25R-3392 registered January 15, 1981 is a Plan Reference
53. Instrument No. L486348 registered January 30, 1981, Transfer to the Corporation of the City of Sarnia;
54. Instrument No. L486657 registered February 9, 1981, Transfer to the Corporation of the City of Sarnia;
55. Instrument No. L487270 registered February 26, 1981, Transfer to the Corporation of the City of Sarnia;
56. Instrument No. L487580 registered March 4, 1981, Transfer to the Corporation of the City of Sarnia;
57. Instrument No. L488092 registered March 16, 1981, Bylaw;
58. Instrument No. L488093 registered March 16, 1981, Bylaw;
59. Instrument No. L488094 registered March 16, 1981, Bylaw;
60. Instrument No. L488095 registered March 16, 1981, Bylaw;
61. Instrument No. 25R-3463 registered March 17, 1981 is a Plan Reference
62. Instrument No. 25R-3471 registered March 20, 1981 is a Plan Reference
63. Instrument No. 25R-3477 registered March 31, 1981 is a Plan Reference
64. Instrument No. 25R-3518 registered May 28, 1981 is a Plan Reference
65. Instrument No. L495101 registered August 5, 1981, Lease with The Cadillac Fairview Corp. Ltd./Eaton Properties Ltd.
66. Instrument No. 25R-3690 registered May 7, 1982 is a Plan Reference

67. Instrument No. L506733 registered May 25, 1982, Agreement;
68. Instrument No. L510147 registered August 16, 1982, Agreement with The Corporation of the City of Sarnia;
69. Instrument No. L511042 registered September 7, 1982, Agreement with The Corporation of the City of Sarnia.
70. Instrument No. L511284 registered September 14, 1982, Agreement with The Corporation of the City of Sarnia.
71. Instrument No. L511285 registered September 14, 1982, Agreement with The Corporation of the City of Sarnia.
72. Instrument No. L511746 registered September 28, 1982, Right of Way Agreement with Union Gas Limited;
73. Instrument No. L511747 registered September 28, 1982, Agreement with The Corporation of the City of Sarnia.
74. Instrument No. L514141 registered November 19, 1982, Assignment of Lease to The Cadillac Fairview Corporation Limited.
75. Instrument No. L514143 registered November 19, 1982, Assignment General.
76. Instrument No. L519545 registered March 17, 1983, Assignment of Lease to Wescan Shopping Centres Inc.
77. Instrument No. L519546 registered March 17, 1983, Assignment General.
78. Instrument No. L519556 registered March 17, 1983, Agreement.
79. Instrument No. L568511 registered November 21, 1985, Assignment of Lease to Wescan Shopping Centres Inc.
80. Instrument No. L568514 registered November 21, 1985, Agreement.
81. Instrument No. L568515 registered November 21, 1985, Agreement.
82. Instrument No. L571667 registered January 23, 1986, Assignment of Lease to The Cadillac Fairview Corporation Limited.
83. Instrument No. L571669 registered January 23, 1986, Agreement.
84. Instrument No. L571670 registered January 23, 1986, Agreement.
85. Instrument No. L629020 registered June 22, 1988, Agreement.

86. Instrument No. L645278 registered February 3, 1989, Assignment of Lease to The Cadillac Fairview Corporation Limited.
87. Instrument No. L645280 registered February 3, 1989, Assignment General.
88. Instrument No. L645281 registered February 3, 1989, Agreement.
89. Instrument No. L659279 registered September 1, 1989, Assignment of Lease to The Cadillac Fairview Corporation Limited.
90. Instrument No. L659281 registered September 1, 1989, Agreement.
91. Instrument No. L659282 registered September 1, 1989, Agreement.
92. Instrument No. L674007 registered May 2, 1990, Assignment of Lease to The Cadillac Fairview Corporation Limited.
93. Instrument No. L674009 registered May 2, 1990, Assignment General.
94. Instrument No. L674010 registered May 2, 1990, Agreement.
95. Instrument No. L767905 registered May 31, 1990, Assignment of Lease to The Cadillac Fairview Corporation Limited.
96. Instrument No. L767906 registered May 31, 1990, Assignment General.
97. Instrument No. L770191 registered July 28, 1995, Assignment of Lease to CF/Realty Holdings Inc.
98. Instrument No. L790824 registered December 5, 1996, Transfer of Leasehold title to Baybridge Capital Developments Ltd.
99. Instrument No. L836610 registered August 31, 1999, Transfer of Leasehold title to Bayside Mall Limited.

SPECIFIC – PIN NO. 43268-0106 LT

1. Instrument No. SA88070 registered October 6, 1954, Transfer to The Corporation of the City of Sarnia;
2. Instrument No. L128657 registered August 27, 1958, Bylaw.
3. Instrument No. L171148 registered March 29, 1962, Transfer to The Corporation of the City of Sarnia;
4. Instrument No. L221845 registered February 25, 1966, Transfer to the Corporation of the City of Sarnia;
5. Instrument No. L339889 registered December 24, 1973, Bylaw.
6. Instrument No. 25R-2807 registered December 5, 1978 is a Plan Reference.
7. Instrument No. L469116 registered December 27, 1979, Transfer to the Corporation of the City of Sarnia;
8. Instrument No. L471474 registered February 29, 1980, Transfer to the Corporation of the City of Sarnia;
9. Instrument No. L476447 registered June 30, 1980, Transfer to the Corporation of the City of Sarnia;
10. Instrument No. L480159 registered September 19, 1980, Transfer to the Corporation of the City of Sarnia;
11. Instrument No. L481287 registered October 10, 1980, Transfer to the Corporation of the City of Sarnia;
12. Instrument No. 25R-3352 registered November 19, 1980, is a Plan Reference.
13. Instrument No. 25R-3392 registered January 15, 1981, is a Plan Reference.
14. Instrument No. L487270 registered February 26, 1981, Transfer to the Corporation of the City of Sarnia;
15. Instrument No. L487272 registered February 26, 1981, Quit Claim Transfer to The Corporation of the City of Sarnia.
16. Instrument No. 25R-3518 registered May 28, 1981, is a Plan Reference.
17. Instrument No. L495101 registered August 5, 1981, Lease with The Cadillac Fairview Corp. Ltd./Eaton Properties Ltd.

18. Instrument No. L506733 registered May 25, 1982, Agreement.
19. Instrument No. L508884 registered July 15, 1982, Bylaw.
20. Instrument No. L510147 registered August 16, 1982, Agreement with The Corporation of the City of Sarnia;
21. Instrument No. L511042 registered September 7, 1982, Agreement with The Corporation of the City of Sarnia.
22. Instrument No. L511284 registered September 14, 1982, Agreement with The Corporation of the City of Sarnia.
23. Instrument No. L511285 registered September 14, 1982, Agreement with The Corporation of the City of Sarnia.
24. Instrument No. L511746 registered September 28, 1982, Right of Way Agreement with Union Gas Limited;
25. Instrument No. L511747 registered September 28, 1982, Agreement with The Corporation of the City of Sarnia.
26. Instrument No. L514141 registered November 19, 1982, Assignment of Lease to The Cadillac Fairview Corporation Limited.
27. Instrument No. L519545 registered March 17, 1983, Assignment of Lease to Wescan Shopping Centres Inc.
28. Instrument No. L568511 registered November 21, 1985, Assignment of Lease to Wescan Shopping Centres Inc.
29. Instrument No. L571667 registered January 23, 1986, Assignment of Lease to The Cadillac Fairview Corporation Limited.
30. Instrument No. L571669 registered January 23, 1986, Agreement.
31. Instrument No. L629020 registered June 22, 1988, Agreement.
32. Instrument No. L645278 registered February 3, 1989, Assignment of Lease to The Cadillac Fairview Corporation Limited.
33. Instrument No. L659279 registered September 1, 1989, Assignment of Lease to The Cadillac Fairview Corporation Limited.
34. Instrument No. L674007 registered May 2, 1990, Assignment of Lease to The Cadillac Fairview Corporation Limited.

35. Instrument No. L767905 registered May 31, 1990, Assignment of Lease to The Cadillac Fairview Corporation Limited.
36. Instrument No. L770191 registered July 28, 1995, Assignment of Lease to CF/Realty Holdings Inc.
37. Instrument No. L790824 registered December 5, 1996, Assignment of Lease to Baybridge Capital Developments Ltd.
38. Instrument No. L836610 registered August 31, 1999, Assignment of Lease to Bayside Mall Limited.

ICICI BANK CANADA
Applicant

-and- BAYSIDE MALL LIMITED
Respondent

Court File No. CV-12-9911-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

PROCEEDING COMMENCED AT
TORONTO

ORDER
(EIGHTH REPORT OF THE RECEIVER)

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