



Court File No. CV-17-580840-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE REGIONAL)
SENIOR JUSTICE MORAWETZ)

TUESDAY, THE 27TH
DAY OF FEBRUARY, 2018

**IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF 1715439 ONTARIO INC.
(FORMERLY KNOWN AS INDEX ENERGY MILLS ROAD CORPORATION)**

(the "**Applicant**")

ORDER

(Stay Extension, Fee Approval and Release of Funds)

THIS MOTION made by the Applicant pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCA**"), was heard this day at 330 University Avenue, Toronto, Ontario, by way of Court Call.

ON READING the third report to Court (the "**Third Report**") of Grant Thornton Limited in its capacity as court appointed monitor ("**Monitor**") in these proceedings, and on hearing the submissions of counsel for the Applicant, the Monitor, Index Residence AB (publ), and no one else appearing although duly served as appears from the affidavit of service of Benjamin Goodis sworn February 16, 2018.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated such that this Motion is properly returnable today and further service thereof is dispensed with.

APPROVAL OF ACTIVITIES

2. **THIS COURT ORDERS** that the Third Report and the actions, conduct and activities of the Monitor described therein be and are hereby approved.

TERMINATION OF PROCEEDINGS

3. **THIS COURT ORDERS** that the relief set out in paragraphs 3, 4, 6, 7, 8 and 9 of the draft order attached as schedule B to the Notice of Motion originally returnable today, be and is hereby adjourned, to be heard in writing following the filing of a certificate of the Monitor substantially in the form attached hereto as **Schedule A** (the "**Monitor's Certificate**") certifying that the Remaining Activities (as defined in the Third Report) have been completed.

4. **Intentionally Deleted.**

STAY EXTENSION

5. **THIS COURT ORDERS** that the Stay Period, as defined in the Initial Order, and as previously extended, be and is hereby extended until and including March 16, 2018.

6. **Intentionally Deleted.**

7. **Intentionally Deleted.**

8. **Intentionally Deleted.**

9. **Intentionally Deleted.**

APPROVAL OF FEES AND DISBURSEMENTS

10. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and of its counsel, Goodmans LLP ("**Goodmans**"), as set out in the Third Report, the affidavit of Michael G. Creber (the "**Creber Affidavit**") and the affidavit of Brian F. Empey (the "**Empey Affidavit**") attached as Appendices thereto, be and are hereby approved.

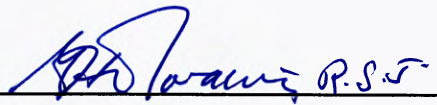
11. **THIS COURT ORDERS** that the anticipated further fees and disbursements of the Monitor and of Goodmans to complete their remaining duties and the administration of these proceedings, as set out in the Third Report, the Creber Affidavit, and the Empey Affidavit, be and are hereby approved, and that the Monitor and Goodmans shall not be required to pass their accounts in respect of any further activities in connection with the administration of these proceedings provided the fees and disbursements of the Monitor and Goodmans do not exceed the amounts estimated in the Third Report and the Appendices thereto.

RELEASE OF FUNDS

12. **THIS COURT ORDERS** that the Monitor, Goodmans and the Applicant's counsel, Cassels Brock & Blackwell LLP, be and are hereby authorized and directed to apply any funds held by them as professional fee retainers, including, without limitation, any funds held under the Administration Charge Amount (as defined in the Third Report), on account of their respective outstanding fees and disbursements incurred until the Termination Time, provided, however, that any unused balance of the professional fee retainers and the Administration Charge Holdback shall be transferred to Index Energy Ajax Corporation, as purchaser of the Applicant's assets, at or immediately following the Termination Time.

GENERAL

13. **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 of America, to give effect to this Order and to assist the Applicant, the Monitor and their respective 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 Applicant and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicant and the Monitor and their respective agents in carrying out the terms of this Order.



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

FEB 27 2018

PER / PAR:



Schedule A

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MONITOR'S CERTIFICATE

RECITALS

A. Grant Thornton Limited was appointed as the monitor (the "**Monitor**") of the Applicant in the within proceedings pursuant to an Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") issued August 16, 2017 (the "**Initial Order**");

B. Pursuant to an Order of the Court dated February 27, 2018 (the "**February 27 Order**"), the relief set out in paragraphs 3, 4, 6, 7, 8 and 9 of the draft order attached as schedule B to the Notice of Motion originally returnable on February 27, 2018, was adjourned, to be heard in writing following the filing of this certificate of the Monitor certifying that the Remaining Activities (as defined in the Third Report) have been completed;

C. Unless otherwise indicated herein, capitalized terms used in this Monitor's Certificate shall have the meanings ascribed thereto in the February 27 Order.

THE MONITOR CONFIRMS that the Remaining Activities (as defined in the Monitor's third report to court filed herein) have been completed.

DATED at Toronto, Ontario this day of , 20 .

**Grant Thornton Limited in its capacity as
court-appointed Monitor of 1715439 Ontario
Inc. (formerly known as Index Energy Mills
Road Corporation)**

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 1715439 ONTARIO INC. (FORMERLY KNOWN AS INDEX
ENERGY MILLS ROAD CORPORATION)**

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ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST	
PROCEEDING COMMENCED AT TORONTO	
ORDER (Stay Extension, Fee Approval and Release of Funds)	
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<i>Lawyers for 1715439 Ontario Inc. (formerly known as Index Energy Mills Road Corporation)</i>	