

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE MARKUS KOEHNEN) WEDNESDAY, THE 5th DAY OF AUGUST, 2020
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IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF CERTAIN PROCEEDINGS TAKEN IN THE UNITED STATES
BANKRUPTCY COURT, SOUTHERN DISTRICT OF TEXAS, HOUSTON DIVISION WITH
RESPECT TO THE COMPANIES LISTED ON SCHEDULE "A" HERETO

APPLICATION OF MOORES THE SUIT PEOPLE CORP.
UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C.
1985, c. C-36, AS AMENDED

INITIAL RECOGNITION ORDER
(FOREIGN MAIN PROCEEDING)

THIS APPLICATION made by Moores The Suit People Corp. ("**Moores**" or the "**Foreign Representative**") in its capacity as the foreign representative for itself and for the other companies listed at Schedule "A" hereof (collectively, the "**Chapter 11 Debtors**"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**"), for an order substantially in the form enclosed in the Application Record was heard on this day by this Court via a teleconference hearing;

ON READING the Notice of Application, the affidavit of Holly Etlin sworn August 4, 2020, the supplemental affidavit of Holly Etlin sworn August 5, 2020 (collectively, the "**Etlin Affidavit**"), the affidavit of service of Rémi Leprévost sworn August 5, 2020 (the "**Leprévost**

Affidavit”), the pre-filing report of Grant Thornton Limited as proposed information officer (the “**Information Officer**”) dated August 5, 2020 each filed in the Court record, and upon being provided with copies of the documents required by Section 46 of the CCAA;

AND UPON HEARING the submissions of counsel for the Foreign Representative, counsel for the Information Officer and counsel for JPMorgan Chase Bank N.A., Toronto Branch, as Canadian Administrative Agent, and upon being advised that no other persons appearing for any other person on the service list, although duly served with the Application Record, as appears from the Leprévost Affidavit:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Application Record is hereby abridged and validated so that this Application is properly returnable today and hereby dispenses with further service and filing thereof.

FOREIGN REPRESENTATIVE

2. **THIS COURT ORDERS AND DECLARES** that the Foreign Representative is a “*foreign representative*”, as defined in section 45 of the CCAA, of the Chapter 11 Debtors in respect of the proceedings commenced by the Chapter 11 Debtors under Chapter 11 of Title 11 of the *United States Code* in the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the “**U.S. Bankruptcy Proceedings**”), and that the Foreign Representative is entitled to bring this Application pursuant to Section 46 of the CCAA.

CENTRE OF MAIN INTEREST AND RECOGNITION OF FOREIGN PROCEEDING

3. **THIS COURT DECLARES** that the centre of main interest for each of the Chapter 11 Debtors is in the United States of America, and that the U.S. Bankruptcy Proceedings

are “*foreign main proceedings*”, as defined in section 45 of the CCAA, for the purposes of Sections 46 and 47 of the CCAA.

STAY OF PROCEEDINGS

4. **THIS COURT ORDERS** that until and including otherwise ordered by this Court:
- (a) all proceedings taken or that might be taken against any Chapter 11 Debtor under the *Bankruptcy and Insolvency Act* or the *Winding-up and Restructuring Act* are stayed;
 - (b) further proceedings in any action, suit or proceeding against any Chapter 11 Debtor are restrained; and
 - (c) the commencement of any action, suit or proceeding against any Chapter 11 Debtor is prohibited.

NO SALE OF PROPERTY

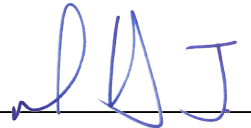
5. **THIS COURT ORDERS** that, except with leave of this Court, each of the Chapter 11 Debtors is prohibited from selling or otherwise disposing of:
- (a) outside the ordinary course of its business, any of its property in Canada that relates to its business in Canada; and
 - (b) any of its other property in Canada.

GENERAL

6. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, to give effect to this Order and to assist the Chapter 11 Debtors and the Foreign Representative and their respective counsel and agents in carrying out the terms of this Order.

7. **THIS COURT ORDERS AND DECLARES** that this Order shall be effective as of 12:01 a.m. (Toronto time) of the date of this Order.

8. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order at the comeback hearing scheduled for August 14, 2020 at 2:00 p.m. ET, on not less than three (3) business days' notice to any other party or parties likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

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SCHEDULE "A"
LIST OF CHAPTER 11 DEBTORS

Tailored Brands, Inc.

JA Apparel Corp.

Jos. A. Bank Clothiers, Inc.

Joseph Abboud Manufacturing Corp.

K&G Men's Company Inc.

MWDC Holding Inc.

Nashawena Mills Corp.

Renwick Technologies, Inc.

Tailored Brands Gift Card Co LLC

Tailored Brands Purchasing LLC

Tailored Brands Worldwide Purchasing Co.

Tailored Shared Services, LLC

TB UK Holdings Limited

The Joseph A. Bank Mfg. Co., Inc.

The Men's Wearhouse, Inc.

TMW Merchants LLC

Moores the Suit People Corp.

Moores Retail Group Corp.

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SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

ORDER

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