

SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

N°: 500-11-058116-209

DATE: May 28, 2020

PRESIDING : THE HONOURABLE LOUIS J. GOUIN, J.S.C.

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

SPECTRA PREMIUM INDUSTRIES INC.

-and-

SPECTRA PREMIUM HOLDINGS (USA) CORP.

-and-

SPECTRA PREMIUM (USA) CORP.

-and-

SPECTRA PREMIUM PROPERTIES (USA) CORP.

-and-

SPECTRA PREMIUM TAIWAN CO. LTD.

-and-

SPECTRA PREMIUM (SHANGHAI) AUTOMOTIVE TECHNICAL SERVICES CO. LTD.

-and-

SPECTRA PREMIUM (CHONGQING) AUTOMOTIVE SERVICES CO. LTD.

Petitioners

-and-

ERNST & YOUNG INC.

Monitor

-and-

INDIANA BECKNELL INVESTORS 2011 LLC

Impleaded party

JUDGMENT

[Motion to approve a Settlement Agreement and an Amendment to a Lease]

CONSIDERING the Motion to approve a settlement agreement and an amendment to a lease (the "**Motion**");

GIVEN the allegations of the Motion, the sworn statement filed in support therewith and the absence of contestation;

WHEREFORE, THE COURT:

- [1] **GRANTS** the Motion;
- [2] **ABRIDGES** the delays of presentation of the Motion;
- [3] **AUTHORIZES** and **APPROVES** the terms and conditions of the Settlement Agreement and Release (Exhibit R-2 in support of the Motion) and the Fourth Amendment to Lease (Exhibit R-3 in support of the Motion) entered into on May 21, 2020 by Spectra Premium (USA) Corp, Indiana Becknell Investors 2011 LLC and Spectra Premium Industries Inc., as guarantor (collectively, the "**Settlement Documents**");
- [4] **ORDERS** that notwithstanding:
- (i) the pendency of these proceedings,
 - (ii) any petition for a receiving order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* ("**BIA**") and any order issued pursuant to any such petition, or
 - (iii) the provisions of any federal or provincial legislation,
- the Settlement Documents and the payments to be made by the Petitioners pursuant to the Settlement Documents are to be binding on any trustee in bankruptcy, interim receiver or receiver that may be appointed, and shall not be void or voidable nor deemed to be a preference, assignment, fraudulent conveyance, transfer at undervalue or other reviewable transaction under the *BIA*, article 1631 and following of the *Civil Code of Québec* or any other applicable federal or provincial legislation, as against the Petitioners and Indiana Becknell Investors 2011 LLC, and shall not constitute conduct meriting an oppression remedy under any applicable statute;
- [5] **ORDERS** that the Settlement Documents (Exhibits R-2 and R-3) be kept confidential and under seal until further order of this Court;
- [6] **THE WHOLE** without costs.

**Louis Joseph
Gouin**

Signature numérique de
Louis Joseph Gouin
Date : 2020.05.28 09:26:07
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LOUIS J. GOUIN, J.S.C.

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