

Exhibit R-1

SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL
No. 500-11-058116-209

DATE: NOVEMBER 19, 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

APPROVAL AND VESTING ORDER

- [1] **ON READING** the Petitioner's *Motion for the Issuance of an Approval and Vesting Order* (the "**Motion**"), the affidavit and the exhibits in support thereof, as well as the Report of the Monitor dated November 12, 2020 (the "**Report**").
- [2] **SEEING** the service of the Motion.
- [3] **SEEING** the submissions of the Petitioner's attorneys and the submissions of the Monitor.
- [4] **SEEING** that it is appropriate to issue an order approving the transactions contemplated by the following agreement (the "**Transaction**") :
- An agreement of purchase and sale (the "**Purchase Agreement**") between Spectra Premium Industries inc. ("**Spectra Canada**") as vendor and Kohltech International Limited ("**Kohltech**") as purchaser for the assets described in the Purchase Agreement (the "**Purchased Assets**"), copy of which was filed as Exhibit R-4 to the Motion;
- [5] **SEEING** the absence of any contestation.

WHEREFORE THE COURT:

- [6] **GRANTS** the Motion.

SERVICE

- [7] **ORDERS** that any prior delay for the presentation of this Motion is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
- [8] **PERMITS** service of this Order at any time and place and by any means whatsoever.

SALE APPROVAL

- [9] **ORDERS AND DECLARES** that the Transaction is hereby approved, and the execution of the Purchase Agreement by Spectra Canada is hereby authorized and approved, with such non-material alterations, changes, amendments, deletions or additions thereto as may be agreed to but only with the consent of the Monitor.

EXECUTION OF DOCUMENTATION

- [10] **AUTHORIZES** Spectra Canada and Kohltech to perform all acts, sign all documents and take any necessary action to execute any agreement, contract, deed, provision, transaction or undertaking stipulated in the Purchase Agreement (Exhibit R-4) and any other ancillary document which could be required or useful to give full and complete effect thereto.

AUTHORIZATION

- [11] **ORDERS** and **DECLARES** that this Order shall constitute the only authorization required by Spectra Canada to proceed with the Transaction and that no shareholder or regulatory approval, if applicable, shall be required in connection therewith.

VESTING OF PURCHASED ASSETS

- [12] **ORDERS** and **DECLARES** that upon the issuance of a Monitor's certificate substantially in the form appended as Schedule "A" hereto (the "**Certificate**"), all rights, title and interest in and to the Purchased Assets shall vest absolutely and exclusively in and with Kohltech, free and clear of and from any and all claims, liabilities (direct, indirect, absolute or contingent), obligations, interests, prior claims, security interests (whether contractual, statutory or otherwise), liens, charges, hypothecs, mortgages, pledges, deemed trusts, assignments, judgments, executions, writs of seizure or execution, notices of sale, options, adverse claims, levies, rights of first refusal or other pre-emptive rights in favour of third parties, restrictions on transfer of title, or other claims or encumbrances, whether or not they have attached or been perfected, registered, published or filed and whether secured, unsecured or otherwise (collectively, the "**Encumbrances**"), including without limiting the generality of the foregoing all charges, security interests or charges evidenced by registration, publication or filing pursuant to the Civil Code of Québec, the Nova Scotia Personal Property Security Act, or any other applicable legislation providing for a security interest in personal or movable property, and, for greater certainty, **ORDERS** that all of the Encumbrances affecting or relating to the Purchased Assets be expunged and discharged as against the Purchased Assets, in each case effective as of the applicable time and date of the Certificate.
- [13] **ORDERS** and **DIRECTS** the Monitor to file with the Court a copy of the Certificate, forthwith after issuance thereof.

CANCELLATION OF SECURITY REGISTRATIONS

- [14] **ORDERS** that upon registration in the Land Registration Office for the Registration District of Colchester an Application for Vesting Order in the form prescribed by the Land Registration Act (Nova Scotia) duly executed by the Monitor, the Land Registrar is hereby directed to enter the Purchaser as the owner of the subject real property identified in **Schedule "B"** (the "**NS Real Property**") in fee simple, and is hereby directed to delete and expunge from title to the NS Real Property, all of the Encumbrances, other than the Permitted Encumbrances, and more particularly the Mortgages registered under number 105078563, 114883284 and 102896702.
- [15] **ORDERS** that upon the issuance of the Certificate, the Vendor shall be authorized to take all such steps as may be necessary to effect the discharge of all Encumbrances registered against the Purchased Assets, including filing such financing change statements in the Nova Scotia Personal Property Registry (the "**NSPPR**") as may be necessary, from any registration filed against the Vendor in the NSPPR, provided that the Vendor shall not be authorized to effect any discharge that would have the effect of releasing any collateral other than the Purchased Assets, and the Vendor shall be authorized to take any further steps by way of further application to this Court.

PROCEEDS

- [16] **ORDERS** that the proceeds from the sale of the Purchased Assets shall be remitted to the Monitor and shall be distributed in accordance with applicable legislation.
- [17] **ORDERS** that for the purposes of determining the nature and priority of the Encumbrances, the Net Proceeds from the sale of the Purchased Assets shall stand in the place and stead of the Purchased Assets, and that upon payment of the Purchase Price (as defined in the Purchase Agreement) by Kohltech, all Encumbrances except for the Permitted Encumbrances shall attach to the Net Proceeds 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.

VALIDITY OF THE TRANSACTION

- [18] **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 vesting of the Purchased Assets contemplated in this Order, as well as the execution of the Purchase Agreement pursuant to this Order, are to be binding on any trustee in bankruptcy 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 or any other applicable federal or provincial legislation, as against Spectra Canada, Kohltech and the Monitor.

LIMITATION OF LIABILITY

- [19] **DECLARES** that, subject to other orders of this Court, nothing herein contained shall require the Monitor to occupy or to take control, or to otherwise manage all or any part of the Purchased Assets. The Monitor shall not, as a result of this Order, be deemed to be in possession of any of the Purchased Assets within the meaning of environmental legislation, the whole pursuant to the terms of the CCAA.
- [20] **DECLARES** that no action lies against the Monitor by reason of this Order or the performance of any act authorized by this Order, except by leave of the Court. The entities related to the Monitor or belonging to the same group as the Monitor shall benefit from the protection arising under the present paragraph.

GENERAL

- [21] **ORDERS** that Kohltech, Spectra Canada or the Monitor shall be authorized to take all steps as may be necessary to effect the discharge of the Encumbrances.
- [22] **ORDERS** that the Purchase Agreement be kept confidential and under seal until the earlier of a) the closing of the Transaction; or b) further order of this Court.
- [23] **DECLARES** that this Order shall have full force and effect in all provinces and territories in Canada.
- [24] **REQUESTS** the aid and recognition of any court or administrative body in any Province of Canada and any Canadian federal court or administrative body and any federal or state court or administrative body in the United States of America and any court or administrative body elsewhere, to act in aid of and to be complementary to this Court in carrying out the terms of the Order;
- [25] **ORDERS** the provisional execution of the present Order notwithstanding any appeal and without the requirement to provide any security or provision for costs whatsoever.
- [26] **THE WHOLE WITHOUT COSTS.**

Louis J. Gouin, J.S.C.

Me Jean Legault
Me Jonathan Warin
LAVERY, DE BILLY, L.L.P.
Attorneys for Petitioners

SCHEDULE "A"

DRAFT CERTIFICATE OF THE [RECEIVER/ TRUSTEE/MONITOR]

CANADA

**PROVINCE OF QUEBEC
DISTRICT OF MONTRÉAL**

File: No: 500-11-058116-209

SUPERIOR COURT
Commercial Division

***IN THE MATTER OF THE COMPROMISE OR
ARRANGEMENT OF:***

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

CERTIFICATE OF THE MONITOR

RECITALS:

WHEREAS on March 9, 2020, the Superior Court of Quebec (the "**Court**") issued an initial order (the "**Initial Order**") pursuant to the *Companies' Creditors Arrangement Act* (the "**Act**") in respect of Spectra Premium Industries Inc., Spectra Premium Holdings (USA) Corp., Spectra Premium (USA) Corp., Spectra Premium Properties (USA) Corp., Spectra Premium Taiwan Co. Ltd. Spectra Premium (Shanghai) Automotive Technical Services Co. Ltd. And Spectra Premium (Chongqing) Automotive Services Co. Ltd. (the "**Petitioners**");

WHEREAS pursuant to the terms of the Initial Order, Ernst & Young Inc. (the "**Monitor**") was named Monitor of the Petitioners; and

WHEREAS on ●, the Court issued an Order (the "**Vesting Order**") thereby, *inter alia*, authorizing and approving the execution by the Petitioner of an agreement entitled *purchase and sale agreement* (the "**Purchase Agreement**") by and between Spectra Premium Industries Inc., as vendor (the "**Vendor**") and Kohltech International Limited as purchaser (the "**Purchaser**"), copy of which was filed in the Court record, and into all the transactions contemplated therein (the "**Transaction**") with such alterations, changes, amendments, deletions or additions thereto, as may be agreed to with the consent of the Monitor.

WHEREAS the Vesting Order contemplates the issuance of this Certificate of the Monitor once the (a) the Purchase Agreement has been executed and delivered; and (b) the Purchase Price (as defined in the Purchase Agreement) has been paid by the Purchaser; and (c) and all the conditions to the closing of the Transaction have been satisfied or waived by the parties thereto.

THE MONITOR CERTIFIES THAT IT HAS BEEN ADVISED BY THE VENDOR AND THE PURCHASER AS TO] THE FOLLOWING:

- (a) the Purchase Agreement has been executed and delivered;
- (b) the Purchase Price (as defined in the Purchase Agreement) payable upon the closing of the Transaction and all applicable taxes have been paid; and
- (c) all conditions to the closing of the Transaction have been satisfied or waived by the parties thereto.

This Certificate was issued by the Monitor at ____ [TIME] on ____ [DATE].

● in its capacity as ●, and not in its personal capacity.

Name: _____

Title: _____

SCHEDULE "B"
Property Description

PID 20318424

ALL THAT CERTAIN lot or parcel of land known as Lot 105-A as described on Plan Number 7641 as approved on October 18, 1994, and filed at the Registry of Deeds for the County of Colchester at Truro, Nova Scotia.

SUBJECT TO restrictive covenants as described in Book 795 at Page 273.

SUBJECT TO a utility interest (service easements) as described in Book 795 at Page 273 and as shown as a water line easement on Inset A on Plan Number 7641 and as an existing road access easement on Plan Number 7641.

MGA COMPLIANCE - the parcel originates with an approved plan of subdivision that has been filed under the Registry Act or registered under the Land Registration Act at the Land Registration Office for the registration district of Colchester as plan number 7641.

Exhibit R-2

SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL
No. 500-11-058116-209

DATE: NOVEMBER 19, 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.

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SPECTRA PREMIUM (USA) CORP.

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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

APPROVAL AND VESTING ORDER

- [1] **ON READING** the Petitioner's *Motion for the Issuance of an Approval and Vesting Order* (the "**Motion**"), the affidavit and the exhibits in support thereof, as well as the Report of the Monitor dated November 12, 2020 (the "**Report**").
- [2] **SEEING** the service of the Motion.
- [3] **SEEING** the submissions of the Petitioner's attorneys and the submissions of the Monitor.
- [4] **SEEING** that it is appropriate to issue an order approving the transactions contemplated by the following agreement (the "**Transaction**"):
- An agreement of purchase and sale (the "**Purchase Agreement**") between Spectra Premium Industries inc. ("**Spectra Canada**") as vendor and Specialty Steel II Incorporated ("**Specialty Steel**") as purchaser for the assets described in the Purchase Agreement (the "**Purchased Assets**"), copy of which was filed as Exhibit R-6 to the Motion;
- [5] **SEEING** the absence of any contestation.

WHEREFORE THE COURT:

- [6] **GRANTS** the Motion.

SERVICE

- [7] **ORDERS** that any prior delay for the presentation of this Motion is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
- [8] **PERMITS** service of this Order at any time and place and by any means whatsoever.

SALE APPROVAL

- [9] **ORDERS AND DECLARES** that the Transaction is hereby approved, and the execution of the Purchase Agreement by Spectra Canada is hereby authorized and approved, with such non-material alterations, changes, amendments, deletions or additions thereto as may be agreed to but only with the consent of the Monitor.

EXECUTION OF DOCUMENTATION

- [10] **AUTHORIZES** Spectra Canada and Specialty Steel to perform all acts, sign all documents and take any necessary action to execute any agreement, contract, deed, provision, transaction or undertaking stipulated in the Purchase Agreement (Exhibit R-6) and any other ancillary document which could be required or useful to give full and complete effect thereto.

AUTHORIZATION

- [11] **ORDERS** and **DECLARES** that this Order shall constitute the only authorization required by Spectra Canada to proceed with the Transaction and that no shareholder or regulatory approval, if applicable, shall be required in connection therewith.

VESTING OF PURCHASED ASSETS

- [12] **ORDERS** and **DECLARES** that upon the issuance of a Monitor's certificate substantially in the form appended as Schedule "A" hereto (the "**Certificate**"), all rights, title and interest in and to the Purchased Assets shall vest absolutely and exclusively in and with Specialty Steel, free and clear of and from any and all claims, liabilities (direct, indirect, absolute or contingent), obligations, interests, prior claims, security interests (whether contractual, statutory or otherwise), liens, charges, hypothecs, mortgages, pledges, deemed trusts, assignments, judgments, executions, writs of seizure or execution, notices of sale, options, adverse claims, levies, rights of first refusal or other pre-emptive rights in favour of third parties, restrictions on transfer of title, or other claims or encumbrances, whether or not they have attached or been perfected, registered, published or filed and whether secured, unsecured or otherwise (collectively, the "**Encumbrances**"), including without limiting the generality of the foregoing all charges, security interests or charges evidenced by registration, publication or filing pursuant to the Civil Code of Québec, the Nova Scotia Personal Property Security Act, or any other applicable legislation providing for a security interest in personal or movable property, and, for greater certainty, **ORDERS** that all of the Encumbrances affecting or relating to the Purchased Assets be expunged and discharged as against the Purchased Assets, in each case effective as of the applicable time and date of the Certificate.
- [13] **ORDERS** and **DIRECTS** the Monitor to file with the Court a copy of the Certificate, forthwith after issuance thereof.

ANCELLATION OF SECURITY REGISTRATIONS

- [14] **ORDERS** that upon registration in the Land Registration Office for the Registration District of Colchester an Application for Vesting Order in the form prescribed by the Land Registration Act (Nova Scotia) duly executed by the Monitor, the Land Registrar is hereby directed to enter the Purchaser as the owner of the subject real property identified in Schedule "B" (the "**NS Real Property**") in fee simple, and is hereby directed to delete and expunge from title to the NS Real Property, all of the Encumbrances, other than the Permitted Encumbrances, and more particularly the Mortgages registered under number 105078563, 114883284 and 102896702.
- [15] **ORDERS** that upon the issuance of the Certificate, the Vendor shall be authorized to take all such steps as may be necessary to effect the discharge of all Encumbrances registered against the Purchased Assets, including filing such financing change statements in the Nova Scotia Personal Property Registry (the "**NSPPR**") as may be necessary, from any registration filed against the Vendor in the NSPPR, provided that the Vendor shall not be authorized to effect any discharge that would have the effect of releasing any collateral other than the Purchased Assets, and the Vendor shall be authorized to take any further steps by way of further application to this Court.

PROCEEDS

- [14] **ORDERS** that the proceeds from the sale of the Purchased Assets shall be remitted to the Monitor and shall be distributed in accordance with applicable legislation.
- [15] **ORDERS** that for the purposes of determining the nature and priority of the Encumbrances, the Net Proceeds from the sale of the Purchased Assets shall stand in the place and stead of the Purchased Assets, and that upon payment of the Purchase Price (as defined in the Purchase Agreement) by Specialty Steel, all Encumbrances except for the Permitted Encumbrances shall attach to the Net Proceeds 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.

VALIDITY OF THE TRANSACTION

- [16] **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 vesting of the Purchased Assets contemplated in this Order, as well as the execution of the Purchase Agreement pursuant to this Order, are to be binding on any trustee in bankruptcy 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 or any other applicable federal or provincial legislation, as against Spectra Canada, Specialty Steel and the Monitor.

LIMITATION OF LIABILITY

- [17] **DECLARES** that, subject to other orders of this Court, nothing herein contained shall require the Monitor to occupy or to take control, or to otherwise manage all or any part of the Purchased Assets. The Monitor shall not, as a result of this Order, be deemed to be in possession of any of the Purchased Assets within the meaning of environmental legislation, the whole pursuant to the terms of the CCAA.
- [18] **DECLARES** that no action lies against the Monitor by reason of this Order or the performance of any act authorized by this Order, except by leave of the Court. The entities related to the Monitor or belonging to the same group as the Monitor shall benefit from the protection arising under the present paragraph.

PROCEEDS

- [14] **ORDERS** that the proceeds from the sale of the Purchased Assets shall be remitted to the Monitor and shall be distributed in accordance with applicable legislation.
- [15] **ORDERS** that for the purposes of determining the nature and priority of the Encumbrances, the Net Proceeds from the sale of the Purchased Assets shall stand in the place and stead of the Purchased Assets, and that upon payment of the Purchase Price (as defined in the Purchase Agreement) by Specialty Steel, all Encumbrances except for the Permitted Encumbrances shall attach to the Net Proceeds 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.

VALIDITY OF THE TRANSACTION

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- (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 vesting of the Purchased Assets contemplated in this Order, as well as the execution of the Purchase Agreement pursuant to this Order, are to be binding on any trustee in bankruptcy 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 or any other applicable federal or provincial legislation, as against Spectra Canada, Specialty Steel and the Monitor.

LIMITATION OF LIABILITY

- [17] **DECLARES** that, subject to other orders of this Court, nothing herein contained shall require the Monitor to occupy or to take control, or to otherwise manage all or any part of the Purchased Assets. The Monitor shall not, as a result of this Order, be deemed to be in possession of any of the Purchased Assets within the meaning of environmental legislation, the whole pursuant to the terms of the CCAA.
- [18] **DECLARES** that no action lies against the Monitor by reason of this Order or the performance of any act authorized by this Order, except by leave of the Court. The entities related to the Monitor or belonging to the same group as the Monitor shall benefit from the protection arising under the present paragraph.

GENERAL

- [19] **ORDERS** that Specialty Steel, Spectra Canada or the Monitor shall be authorized to take all steps as may be necessary to effect the discharge of the Encumbrances.
- [20] **ORDERS** that the Purchase Agreement be kept confidential and under seal until the earlier of a) the closing of the Transaction; or b) further order of this Court.
- [21] **DECLARES** that this Order shall have full force and effect in all provinces and territories in Canada.
- [22] **REQUESTS** the aid and recognition of any court or administrative body in any Province of Canada and any Canadian federal court or administrative body and any federal or state court or administrative body in the United States of America and any court or administrative body elsewhere, to act in aid of and to be complementary to this Court in carrying out the terms of the Order.
- [23] **ORDERS** the provisional execution of the present Order notwithstanding any appeal and without the requirement to provide any security or provision for costs whatsoever.
- [24] **THE WHOLE WITHOUT COSTS.**

Louis J. Guin, J.S.C.

Me Jean Legault
Me Jonathan Warin
LAVERY, DE BILLY, L.L.P.
Attorneys for Petitioners

SCHEDULE "A"

DRAFT CERTIFICATE OF THE [RECEIVER/ TRUSTEE/MONITOR]

CANADA

**PROVINCE OF QUEBEC
DISTRICT OF MONTRÉAL**

File: No: 500-11-058116-209

SUPERIOR COURT
Commercial Division

***IN THE MATTER OF THE COMPROMISE OR
ARRANGEMENT OF:***

SPECTRA PREMIUM INDUSTRIES INC.

-and-

**SPECTRA PREMIUM HOLDINGS (USA)
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**SPECTRA PREMIUM (CHONGQING)
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Petitioners

-and-

ERNST & YOUNG INC.

Monitor

CERTIFICATE OF THE MONITOR

RECITALS:

WHEREAS on March 9, 2020, the Superior Court of Quebec (the "**Court**") issued an initial order (the "**Initial Order**") pursuant to the *Companies' Creditors Arrangement Act* (the "**Act**") in respect of Spectra Premium Industries Inc., Spectra Premium Holdings (USA) Corp., Spectra Premium (USA) Corp., Spectra Premium Properties (USA) Corp., Spectra Premium Taiwan Co. Ltd. Spectra Premium (Shanghai) Automotive Technical Services Co. Ltd. And Spectra Premium (Chongqing) Automotive Services Co. Ltd. (the "**Petitioners**");

WHEREAS pursuant to the terms of the Initial Order, Ernst & Young Inc. (the "**Monitor**") was named Monitor of the Petitioners; and

WHEREAS on ●, the Court issued an Order (the "**Vesting Order**") thereby, *inter alia*, authorizing and approving the execution by the Petitioner of an agreement entitled *purchase and sale agreement* (the "**Purchase Agreement**") by and between Spectra Premium Industries inc., as vendor (the "**Vendor**") and Specialty Steel as purchaser (the "**Purchaser**"), copy of which was filed in the Court record, and into all the transactions contemplated therein (the "**Transaction**") with such alterations, changes, amendments, deletions or additions thereto, as may be agreed to with the consent of the Monitor.

WHEREAS the Vesting Order contemplates the issuance of this Certificate of the Monitor once the (a) the Purchase Agreement has been executed and delivered; and (b) the Purchase Price (as defined in the Purchase Agreement) has been paid by the Purchaser; and (c) and all the conditions to the closing of the Transaction have been satisfied or waived by the parties thereto.

THE MONITOR CERTIFIES THAT IT HAS BEEN ADVISED BY THE VENDOR AND THE PURCHASER AS TO]THE FOLLOWING:

- (a) the Purchase Agreement has been executed and delivered;
- (b) the Purchase Price (as defined in the Purchase Agreement) payable upon the closing of the Transaction and all applicable taxes have been paid; and
- (c) all conditions to the closing of the Transaction have been satisfied or waived by the parties thereto.

This Certificate was issued by the Monitor at ____ [TIME] on ____ [DATE].

● in its capacity as ●, and not in its personal capacity.

Name: _____

Title: _____

SCHEDULE "B"

PARCEL DESCRIPTION REPORT

2020-09-24 14:36:57

PID: 20108080
CURRENT STATUS: ACTIVE
EFFECTIVE DATE/TIME: 2007-01-03 08:36:17

SCHEDULE "A"
PID 20108080

ALL THAT CERTAIN lot or parcel of land known as Lot 105-BB as described on Plan Number 76297366 as approved on September 16, 2004, and filed at the Registry of Deeds for the County of Colchester at Truro, Nova Scotia.

SUBJECT TO restrictive covenants as described in Book 518 at Page 19.

SUBJECT TO a utility interest (two water line easements) as described in Book 518 at Page 19 and as shown on Plan Number 76297366.

SUBJECT TO a utility interest (sewer line easement) as described in Book 880 at Page 280 and as shown on Plan Number 76297366.

MGA COMPLIANCE - the parcel originates with an approved plan of subdivision that has been filed under the Registry Act or registered under the Land Registration Act at the Land Registration Office for the registration district of Colchester as plan number 76297366.

External Comments:

Description Change Details:

Reason:

Author of New or

Changed Description:

Name:

Registered Instruments:

Comments:

Exhibit R-3

SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL
No. 500-11-058116-209

DATE: NOVEMBER 19, 2020

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SPECTRA PREMIUM (CHONGQING) AUTOMOTIVE SERVICES CO. LTD.

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ERNST & YOUNG INC.

Monitor

APPROVAL AND VESTING ORDER

- [1] **ON READING** the Petitioner's *Motion for the Issuance of an Approval and Vesting Order* (the "**Motion**"), the affidavit and the exhibits in support thereof, as well as the Report of the Monitor dated November 12, 2020 (the "**Report**").
- [2] **SEEING** the service of the Motion.
- [3] **SEEING** the submissions of the Petitioner's attorneys and the submissions of the Monitor.
- [4] **SEEING** that it is appropriate to issue an order approving the transactions contemplated by the following agreement (the "**Transaction**"):
- An agreement of purchase and sale (the "**Purchase Agreement**") between Spectra Premium Industries inc. ("**Spectra Canada**") as vendor and Ritchie Bros Properties Inc. ("**Ritchie Bros**") as purchaser for the assets described in the Purchase Agreement (the "**Purchased Assets**"), copy of which was filed as Exhibit R-9 to the Motion;
- [5] **SEEING** the absence of any contestation.

WHEREFORE THE COURT:

- [6] **GRANTS** the Motion.

SERVICE

- [7] **ORDERS** that any prior delay for the presentation of this Motion is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
- [8] **PERMITS** service of this Order at any time and place and by any means whatsoever.

SALE APPROVAL

- [9] **ORDERS AND DECLARES** that the Transaction is hereby approved, and the execution of the Purchase Agreement by Spectra Canada is hereby authorized and approved, with such non-material alterations, changes, amendments, deletions or additions thereto as may be agreed to but only with the consent of the Monitor.

EXECUTION OF DOCUMENTATION

- [10] **AUTHORIZES** Spectra Canada and Ritchie Bros to perform all acts, sign all documents and take any necessary action to execute any agreement, contract, deed, provision, transaction or undertaking stipulated in the Purchase Agreement (Exhibit R-9) and any other ancillary document which could be required or useful to give full and complete effect thereto.

AUTHORIZATION

- [11] **ORDERS** and **DECLARES** that this Order shall constitute the only authorization required by Spectra Canada to proceed with the Transaction and that no shareholder or regulatory approval, if applicable, shall be required in connection therewith.

VESTING OF PURCHASED ASSETS

- [12] **ORDERS** and **DECLARES** that upon the issuance of a Monitor's certificate substantially in the form appended as Schedule "A" hereto (the "**Certificate**"), all rights, title and interest in and to the Purchased Assets shall vest absolutely and exclusively in and with Ritchie Bros, free and clear of and from any and all claims, liabilities (direct, indirect, absolute or contingent), obligations, interests, prior claims, security interests (whether contractual, statutory or otherwise), liens, charges, hypothecs, mortgages, pledges, deemed trusts, assignments, judgments, executions, writs of seizure or execution, notices of sale, options, adverse claims, levies, rights of first refusal or other pre-emptive rights in favour of third parties, restrictions on transfer of title, or other claims or encumbrances, whether or not they have attached or been perfected, registered, published or filed and whether secured, unsecured or otherwise (collectively, the "**Encumbrances**"), including without limiting the generality of the foregoing all charges, security interests or charges evidenced by registration, publication or filing pursuant to the Civil Code of Québec, the Nova Scotia Personal Property Security Act, or any other applicable legislation providing for a security interest in personal or movable property, and, for greater certainty, **ORDERS** that all of the Encumbrances affecting or relating to the Purchased Assets be expunged and discharged as against the Purchased Assets, in each case effective as of the applicable time and date of the Certificate.
- [13] **ORDERS** and **DIRECTS** the Monitor to file with the Court a copy of the Certificate, forthwith after issuance thereof.

CANCELLATION OF SECURITY REGISTRATIONS

- [14] **ORDERS** that upon registration in the Land Registration Office for the Registration District of Colchester an Application for Vesting Order in the form prescribed by the Land Registration Act (Nova Scotia) duly executed by the Monitor, the Land Registrar is hereby directed to enter the Purchaser as the owner of the subject real property identified in **Schedule "B"** (the "**NS Real Property**") in fee simple, and is hereby directed to delete and expunge from title to the NS Real Property, all of the Encumbrances, other than the Permitted Encumbrances, and more particularly the Mortgages registered under number 105078563, 114883284 and 102896702.
- [15] **ORDERS** that upon the issuance of the Certificate, the Vendor shall be authorized to take all such steps as may be necessary to effect the discharge of all Encumbrances registered against the Purchased Assets, including filing such financing change statements in the Nova Scotia Personal Property Registry (the "**NSPPR**") as may be necessary, from any registration filed against the Vendor in the NSPPR, provided that the Vendor shall not be authorized to effect any discharge that would have the effect of releasing any collateral other than the Purchased Assets, and the Vendor shall be authorized to take any further steps by way of further application to this Court.

PROCEEDS

- [16] **ORDERS** that the proceeds from the sale of the Purchased Assets shall be remitted to the Monitor and shall be distributed in accordance with applicable legislation.
- [17] **ORDERS** that for the purposes of determining the nature and priority of the Encumbrances, the Net Proceeds from the sale of the Purchased Assets shall stand in the place and stead of the Purchased Assets, and that upon payment of the Purchase Price (as defined in the Purchase Agreement) by Ritchie Bros, all Encumbrances except for the Permitted Encumbrances shall attach to the Net Proceeds 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.

VALIDITY OF THE TRANSACTION

- [18] **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 vesting of the Purchased Assets contemplated in this Order, as well as the execution of the Purchase Agreement pursuant to this Order, are to be binding on any trustee in bankruptcy 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 or any other applicable federal or provincial legislation, as against Spectra Canada, Ritchie Bros and the Monitor.

LIMITATION OF LIABILITY

- [19] **DECLARES** that, subject to other orders of this Court, nothing herein contained shall require the Monitor to occupy or to take control, or to otherwise manage all or any part of the Purchased Assets. The Monitor shall not, as a result of this Order, be deemed to be in possession of any of the Purchased Assets within the meaning of environmental legislation, the whole pursuant to the terms of the CCAA.
- [20] **DECLARES** that no action lies against the Monitor by reason of this Order or the performance of any act authorized by this Order, except by leave of the Court. The entities related to the Monitor or belonging to the same group as the Monitor shall benefit from the protection arising under the present paragraph.

GENERAL

- [21] **ORDERS** that Ritchie Bros, Spectra Canada or the Monitor shall be authorized to take all steps as may be necessary to effect the discharge of the Encumbrances.
- [22] **ORDERS** that the Purchase Agreement be kept confidential and under seal until the earlier of a) the closing of the Transaction; or b) further order of this Court.
- [23] **DECLARES** that this Order shall have full force and effect in all provinces and territories in Canada.
- [24] **REQUESTS** the aid and recognition of any court or administrative body in any Province of Canada and any Canadian federal court or administrative body and any federal or state court or administrative body in the United States of America and any court or administrative body elsewhere, to act in aid of and to be complementary to this Court in carrying out the terms of the Order.
- [25] **ORDERS** the provisional execution of the present Order notwithstanding any appeal and without the requirement to provide any security or provision for costs whatsoever.
- [26] **THE WHOLE WITHOUT COSTS.**

Louis J. Guin, J.S.C.

Me Jean Legault
Me Jonathan Warin
LAVERY, DE BILLY, L.L.P.
Attorneys for Petitioners

SCHEDULE "A"

DRAFT CERTIFICATE OF THE [RECEIVER/ TRUSTEE/MONITOR]

CANADA

PROVINCE OF QUEBEC
DISTRICT OF MONTRÉAL

File: No: 500-11-058116-209

SUPERIOR COURT
Commercial Division

***IN THE MATTER OF THE COMPROMISE OR
ARRANGEMENT OF:***

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

CERTIFICATE OF THE MONITOR

RECITALS:

WHEREAS on March 9, 2020, the Superior Court of Quebec (the "**Court**") issued an initial order (the "**Initial Order**") pursuant to the *Companies' Creditors Arrangement Act* (the "**Act**") in respect of Spectra Premium Industries Inc., Spectra Premium Holdings (USA) Corp., Spectra Premium (USA) Corp., Spectra Premium Properties (USA) Corp., Spectra Premium Taiwan Co. Ltd. Spectra Premium (Shanghai) Automotive Technical Services Co. Ltd. And Spectra Premium (Chongqing) Automotive Services Co. Ltd. (the "**Petitioners**");

WHEREAS pursuant to the terms of the Initial Order, Ernst & Young Inc. (the "**Monitor**") was named Monitor of the Petitioners; and

WHEREAS on ●, the Court issued an Order (the "**Vesting Order**") thereby, *inter alia*, authorizing and approving the execution by the Petitioner of an agreement entitled *purchase and sale agreement* (the "**Purchase Agreement**") by and between Spectra Premium Industries Inc., as vendor (the "**Vendor**") and Ritchie Bros as purchaser (the "**Purchaser**"), copy of which was filed in the Court record, and into all the transactions contemplated therein (the "**Transaction**") with such alterations, changes, amendments, deletions or additions thereto, as may be agreed to with the consent of the Monitor.

WHEREAS the Vesting Order contemplates the issuance of this Certificate of the Monitor once the (a) the Purchase Agreement has been executed and delivered; and (b) the Purchase Price (as defined in the Purchase Agreement) has been paid by the Purchaser; and (c) and all the conditions to the closing of the Transaction have been satisfied or waived by the parties thereto.

THE MONITOR CERTIFIES THAT IT HAS BEEN ADVISED BY THE VENDOR AND THE PURCHASER AS TO]THE FOLLOWING:

- (a) the Purchase Agreement has been executed and delivered;
- (b) the Purchase Price (as defined in the Purchase Agreement) payable upon the closing of the Transaction and all applicable taxes have been paid; and
- (c) all conditions to the closing of the Transaction have been satisfied or waived by the parties thereto.

This Certificate was issued by the Monitor at ____ [TIME] on _____ [DATE].

● in its capacity as ●, and not in its personal capacity.

Name: _____

Title: _____

SCHEDULE "B"
PROPERTY DESCRIPTION

PID 20276481

SCHEDULE "A"
PID 20276481

ALL THAT CERTAIN lot or parcel of land known as Lot 104 as described on Plan Number 5772 as filed at the Registry of Deeds for the County of Colchester at Truro, Nova Scotia.

SUBJECT TO restrictive covenants as described in Book 780 at Page 254.

SUBJECT TO a utility interest (service easements) as described in Book 780 at Page 254 and as shown as a water line easement along the northern and western boundaries and as an existing road access easement on Plan Number 5772.

MGA COMPLIANCE - the parcel originates with an approved plan of subdivision that has been filed under the Registry Act or registered under the Land Registration Act at the Land Registration Office for the registration district of Colchester as plan number 5772.

Exhibit R-11

[Search](#)[Provincial Map](#)[Bulletin Board](#)[Help](#)

Land Registration View

* Indicates interests inherited on subdivision or re-configuration of parcel

PID	20276481	Parcel Type	STANDARD PARCEL	Status	ACTIVE
Area	1.96 ACRE(S)	Parcel Access	PUBLIC	Manag. Unit	MU0406
Lot	LOT 104	Created	Sep 23, 1988 12:00:00AM		
PDCA Status	APPROVED	Municipal Unit	MUNICIPALITY OF THE COUNTY OF COLCHESTER	Manner of Tenure	NOT APPLICABLE
LR Status	LAND REGISTRATION	LR Date	Jan 05, 2007 03:14:28PM		

Location	County	Primary Location	Source
LYSANDER AVENUE DEBERT	COLCHESTER COUNTY	Yes	Not Assigned by Municipality

Comments

MAP:05P0550SE

Assessment Account	Value	Tax District	Tax Ward	Tax Sub
07357958	\$29,400 (2020 COMMERCIAL TAXABLE)	090	000	

[Back to Results](#)[Details View](#)[Parcel Archive View](#)[Map View](#)

Registered Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date	NS Non-Res?
SPECTRA PREMIUM INDUSTRIES INC. - LES INDUSTRIES PREMIUM INC.	FEE SIMPLE	1421 AMPERE STREET BOUCHERVILLE QC CA J4B 5Z5	DEED	2007	86996197 View Doc		Jan 09, 2007	Yes

Farm Loan Board - Occupants & Mailing Addresses

Name	Interest Holder Type	Mailing Address
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No Records Found

Benefits to the Registered Interests

Benefit Details	Interest Holder Type	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Burdens on the Registered Interests

Interest Holder	Interest Holder	Mailing	Type	Year	Doc #	Book/Page/Plan	Registration
-----------------	-----------------	---------	------	------	-------	----------------	--------------

(Qualifier)	Type	Address					Date
NOVA SCOTIA SMALL BUSINESS DEVELOPMENT CORPORATION	EASEMENT / RIGHT OF WAY HOLDER (BURDEN)	1800 ARGYLE STREET SUITE 701 POST OFFICE BOX 2374 HALIFAX NS CA B3J 3E4	DEED	1994	3165  View Doc	Book 780 Page 254	May 25, 1994
SUBJECT TO RESTRICTIVE COVENANTS	COVENANT HOLDER (BURDEN)	ADDRESS UNKNOWN NS CA	DEED	1994	3165  View Doc	Book 780 Page 254	May 25, 1994

Textual Qualifications on Title

Qualifications Text

Tenants in Common not registered pursuant to the *Land Registration Act*

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Recorded Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 MCGILL COLLEGE AVENUE FLOOR 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2014	105078563  View Form  View Doc		May 16, 2014
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 AVENUE MCGILL COLLEGE Etage 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2019	114883284  View Form  View Doc		Aug 01, 2019
WELLS FARGO CAPITAL FINANCE CORPORATION CANADA	MORTGAGEE	1 PLACE VILLE MARIE SUITE 2022 MONTREAL QC CA H3H 2C4	MORTGAGE	2013	102896702  View Form  View Doc		Apr 26, 2013

Parcel Description

SCHEDULE "A"
PID 20276481

ALL THAT CERTAIN lot or parcel of land known as Lot 104 as described on Plan Number 5772 as filed at the Registry of Deeds for the County of Colchester at Truro, Nova Scotia.

SUBJECT TO restrictive covenants as described in Book 780 at Page 254.

SUBJECT TO a utility interest (service easements) as described in Book 780 at Page 254 and as shown as a water line easement along the northern and western boundaries and as an existing road access easement on Plan Number 5772.

MGA COMPLIANCE - the parcel originates with an approved plan of subdivision that has been filed under the

Registry Act or registered under the Land Registration Act at the Land Registration Office for the registration district of Colchester as plan number 5772.

Non-Enabling Documents

Inst Type	Inst No	Year	Type	Book/Page	Registration System	Registration Date
Document	99708993	2011	CHANGE OF ADDRESS RE LR PARCEL		LAND REGISTRATION	Dec 12, 2011
	 View Doc					

Non-Enabling Plans

Inst Type	Inst No	Year	Type	Plan Name	Drawer Number	Registration Date
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No Non Enabling Plans Found

AFR Bundles

Inst Type	Inst No	Year	Type	Filing Reference	Instrument Date
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No AFR Bundles Found

Parcel Relationships

Related PID	Type of Relationship
20117966	PARENT PARCEL NUMBER

[Back to Results](#)[Details View](#)[Parcel Archive View](#)[Map View](#)

This parcel IS REGISTERED PURSUANT TO THE *Land Registration Act*. The registered owner of the registered interest owns the interest defined in this register in respect of the parcel described in the register, subject to any discrepancy in the location, boundaries or extent of the parcel and subject to the overriding interests [*Land Registration Act* subsection 20(1)].

No representations whatsoever are made as to the validity or effect of recorded documents listed in this parcel register. The description of the parcel is not conclusive as to the location, boundaries or extent of the parcel [*Land Registration Act* subsection 21(1)].

[Boundary/Area Problem](#)[General Problem](#)[Municipal Tax Query](#)

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Land Registration View

* Indicates interests inherited on subdivision or re-configuration of parcel

PID	20276481	Parcel Type	STANDARD PARCEL	Status	ACTIVE
Area	1.96 ACRE(S)	Parcel Access	PUBLIC	Manag. Unit	MU0406
Lot	LOT 104	Created	Sep 23, 1988 12:00:00AM		
PDCA Status	APPROVED	Municipal Unit	MUNICIPALITY OF THE COUNTY OF COLCHESTER	Manner of Tenure	NOT APPLICABLE
LR Status	LAND REGISTRATION	LR Date	Jan 05, 2007 03:14:28PM		

Location	County	Primary Location	Source
LYSANDER AVENUE DEBERT	COLCHESTER COUNTY	Yes	Not Assigned by Municipality

Comments

MAP:05P0550SE

Assessment Account	Value	Tax District	Tax Ward	Tax Sub
07357958	\$29,400 (2020 COMMERCIAL TAXABLE)	090	000	

[Back to Results](#)[Details View](#)[Parcel Archive View](#)[Map View](#)

Registered Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date	NS Non-Res?
SPECTRA PREMIUM INDUSTRIES INC. - LES INDUSTRIES PREMIUM INC.	FEE SIMPLE	1421 AMPERE STREET BOUCHERVILLE QC CA J4B 5Z5	DEED	2007	86996197 View Doc		Jan 09, 2007	Yes

Farm Loan Board - Occupants & Mailing Addresses

Name	Interest Holder Type	Mailing Address
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No Records Found

Benefits to the Registered Interests

Benefit Details	Interest Holder Type	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Burdens on the Registered Interests

Interest Holder	Interest Holder	Mailing	Type	Year	Doc #	Book/Page/Plan	Registration
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(Qualifier)	Type	Address					Date
NOVA SCOTIA SMALL BUSINESS DEVELOPMENT CORPORATION	EASEMENT / RIGHT OF WAY HOLDER (BURDEN)	1800 ARGYLE STREET SUITE 701 POST OFFICE BOX 2374 HALIFAX NS CA B3J 3E4	DEED	1994	3165  View Doc	Book 780 Page 254	May 25, 1994
SUBJECT TO RESTRICTIVE COVENANTS	COVENANT HOLDER (BURDEN)	ADDRESS UNKNOWN NS CA	DEED	1994	3165  View Doc	Book 780 Page 254	May 25, 1994

Textual Qualifications on Title

Qualifications Text

Tenants in Common not registered pursuant to the *Land Registration Act*

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Recorded Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 MCGILL COLLEGE AVENUE FLOOR 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2014	105078563  View Form  View Doc		May 16, 2014
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 AVENUE MCGILL COLLEGE Etage 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2019	114883284  View Form  View Doc		Aug 01, 2019
WELLS FARGO CAPITAL FINANCE CORPORATION CANADA	MORTGAGEE	1 PLACE VILLE MARIE SUITE 2022 MONTREAL QC CA H3H 2C4	MORTGAGE	2013	102896702  View Form  View Doc		Apr 26, 2013

Parcel Description

SCHEDULE "A"
PID 20276481

ALL THAT CERTAIN lot or parcel of land known as Lot 104 as described on Plan Number 5772 as filed at the Registry of Deeds for the County of Colchester at Truro, Nova Scotia.

SUBJECT TO restrictive covenants as described in Book 780 at Page 254.

SUBJECT TO a utility interest (service easements) as described in Book 780 at Page 254 and as shown as a water line easement along the northern and western boundaries and as an existing road access easement on Plan Number 5772.

MGA COMPLIANCE - the parcel originates with an approved plan of subdivision that has been filed under the

Registry Act or registered under the Land Registration Act at the Land Registration Office for the registration district of Colchester as plan number 5772.

Non-Enabling Documents

Inst Type	Inst No	Year	Type	Book/Page	Registration System	Registration Date
Document	99708993	2011	CHANGE OF ADDRESS RE LR PARCEL		LAND REGISTRATION	Dec 12, 2011
	 View Doc					

Non-Enabling Plans

Inst Type	Inst No	Year	Type	Plan Name	Drawer Number	Registration Date
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No Non Enabling Plans Found

AFR Bundles

Inst Type	Inst No	Year	Type	Filing Reference	Instrument Date
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No AFR Bundles Found

Parcel Relationships

Related PID	Type of Relationship
20117966	PARENT PARCEL NUMBER

[Back to Results](#)[Details View](#)[Parcel Archive View](#)[Map View](#)

This parcel IS REGISTERED PURSUANT TO THE *Land Registration Act*. The registered owner of the registered interest owns the interest defined in this register in respect of the parcel described in the register, subject to any discrepancy in the location, boundaries or extent of the parcel and subject to the overriding interests [*Land Registration Act* subsection 20(1)].

No representations whatsoever are made as to the validity or effect of recorded documents listed in this parcel register. The description of the parcel is not conclusive as to the location, boundaries or extent of the parcel [*Land Registration Act* subsection 21(1)].

[Boundary/Area Problem](#)[General Problem](#)[Municipal Tax Query](#)

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Land Registration View

* Indicates interests inherited on subdivision or re-configuration of parcel

PID	20318424	Parcel Type	STANDARD PARCEL	Status	ACTIVE
Area	2.17 ACRE(S)	Parcel Access	PUBLIC	Manag. Unit	MU0406
Lot	LOT 105-A	Created	Nov 07, 1994 12:00:00AM		
PDCA Status	APPROVED	Municipal Unit	MUNICIPALITY OF THE COUNTY OF COLCHESTER	Manner of Tenure	NOT APPLICABLE
LR Status	LAND REGISTRATION	LR Date	Jan 05, 2007 03:15:51PM		

Location	County	Primary Location	Source
48 LYSANDER AVENUE DEBERT	COLCHESTER COUNTY	Yes	Assigned by Municipality

Comments

PRIVATE ROAD
MAP:05P0550SE

Assessment Account	Value	Tax District	Tax Ward	Tax Sub
07360991	\$679,600 (2020 COMMERCIAL TAXABLE)	090	000	

[Back to Results](#)[Details View](#)[Parcel Archive View](#)[Map View](#)

Registered Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date	NS Non-Res?
SPECTRA PREMIUM INDUSTRIES INC. - LES INDUSTRIES PREMIUM INC.	FEE SIMPLE	1421 AMPERE STREET BOUCHERVILLE QC CA J4B 5Z5	DEED	2007	86996197 View Doc		Jan 09, 2007	Yes

Farm Loan Board - Occupants & Mailing Addresses

Name	Interest Holder Type	Mailing Address
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No Records Found

Benefits to the Registered Interests

Benefit Details	Interest Holder Type	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Burdens on the Registered Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
NOVA SCOTIA BUSINESS DEVELOPMENT CORPORATION	EASEMENT / RIGHT OF WAY HOLDER (BURDEN)	1800 ARGYLE STREET SUITE 701 POST OFFICE BOX 2374 HALIFAX NS CA B3J 3E4	DEED	1994	8257  View Doc	Book 795 Page 273	Dec 09, 1994
SUBJECT TO RESTRICTIVE COVENANTS	COVENANT HOLDER (BURDEN)	ADDRESS UNKNOWN NS CA	DEED	1994	8257  View Doc	Book 795 Page 273	Dec 09, 1994

Textual Qualifications on Title

Qualifications Text

Tenants in Common not registered pursuant to the *Land Registration Act*

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Recorded Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 MCGILL COLLEGE AVENUE FLOOR 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2014	105078563  View Form  View Doc		May 16, 2014
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 AVENUE MCGILL COLLEGE Etage 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2019	114883284  View Form  View Doc		Aug 01, 2019
WELLS FARGO CAPITAL FINANCE CORPORATION CANADA	MORTGAGEE	1 PLACE VILLE MARIE SUITE 2022 MONTREAL QC CA H3H 2C4	MORTGAGE	2013	102896702  View Form  View Doc		Apr 26, 2013

Parcel Description

SCHEDULE "A"
PID 20318424

ALL THAT CERTAIN lot or parcel of land known as Lot 105-A as described on Plan Number 7641 as approved on October 18, 1994, and filed at the Registry of Deeds for the County of Colchester at Truro, Nova Scotia.

SUBJECT TO restrictive covenants as described in Book 795 at Page 273.

SUBJECT TO a utility interest (service easements) as described in Book 795 at Page 273 and as shown as a water line easement on Inset A on Plan Number 7641 and as an existing road access easement on Plan Number 7641.

MGA COMPLIANCE - the parcel originates with an approved plan of subdivision that has been filed under the Registry Act or registered under the Land Registration Act at the Land Registration Office for the registration district of Colchester as plan number 7641.

Non-Enabling Documents

Inst Type	Inst No	Year	Type	Book/Page	Registration System	Registration Date
Document	99708993  View Doc	2011	CHANGE OF ADDRESS RE LR PARCEL		LAND REGISTRATION	Dec 12, 2011

Non-Enabling Plans

Inst Type	Inst No	Year	Type	Plan Name	Drawer Number	Registration Date
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No Non Enabling Plans Found

AFR Bundles

Inst Type	Inst No	Year	Type	Filing Reference	Instrument Date
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No AFR Bundles Found

Parcel Relationships

Related PID	Type of Relationship
20117966	PARENT PARCEL NUMBER

[Back to Results](#)[Details View](#)[Parcel Archive View](#)[Map View](#)

This parcel IS REGISTERED PURSUANT TO THE *Land Registration Act*. The registered owner of the registered interest owns the interest defined in this register in respect of the parcel described in the register, subject to any discrepancy in the location, boundaries or extent of the parcel and subject to the overriding interests [*Land Registration Act* subsection 20(1)].

No representations whatsoever are made as to the validity or effect of recorded documents listed in this parcel register. The description of the parcel is not conclusive as to the location, boundaries or extent of the parcel [*Land Registration Act* subsection 21(1)].

[Boundary/Area Problem](#)[General Problem](#)[Municipal Tax Query](#)

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Land Registration View

* Indicates interests inherited on subdivision or re-configuration of parcel

PID	20108080	Parcel Type	STANDARD PARCEL	Status	ACTIVE
Area	2.1 ACRE(S)	Parcel Access	PUBLIC	Manag. Unit	MU0406
Lot	LOT 105-BB	Created	Nov 01, 1983 12:00:00AM		
PDCA Status	APPROVED	Municipal Unit	MUNICIPALITY OF THE COUNTY OF COLCHESTER	Manner of Tenure	NOT APPLICABLE
LR Status	LAND REGISTRATION	LR Date	Jan 05, 2007 03:17:02PM		

Location	County	Primary Location	Source
DEBERT	COLCHESTER COUNTY	Yes	Assigned by Municipality
48 LYSANDER AVENUE DEBERT	COLCHESTER COUNTY	No	Assigned by Municipality
497 MACELMON ROAD DEBERT	COLCHESTER COUNTY	No	Assigned by Municipality

Comments

MAP:05P0550SE

Assessment Account	Value	Tax District	Tax Ward	Tax Sub
05568749	\$691,700 (2020 COMMERCIAL TAXABLE)	090	000	

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Registered Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date	NS Non-Res?
SPECTRA PREMIUM INDUSTRIES INC. - LES INDUSTRIES PREMIUM INC.	FEE SIMPLE	1421 AMPERE STREET BOUCHERVILLE QC CA J4B 5Z5	DEED	2007	86996197 View Doc		Jan 09, 2007	Yes

Farm Loan Board - Occupants & Mailing Addresses

Name	Interest Holder Type	Mailing Address
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No Records Found

Benefits to the Registered Interests

Benefit Details	Interest Holder Type	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Burdens on the Registered Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
NOVA SCOTIA BUSINESS DEVELOPMENT CORPORATION	EASEMENT / RIGHT OF WAY HOLDER (BURDEN)	1800 ARGYLE STREET SUITE 701 POST OFFICE BOX 2374 HALIFAX NS CA B3J 3E4	EASEMENT/RIGHT OF WAY	1998	87  View Doc	Book 880 Page 280	Jan 09, 1998
INDUSTRIAL ESTATES LIMITED	EASEMENT / RIGHT OF WAY HOLDER (BURDEN)	1800 ARGYLE STREET SUITE 604 HALIFAX NS CA B3J 3E4	DEED	1984	7754  View Doc	Book 518 Page 19	Jun 25, 1984
SUBJECT TO RESTRICTIVE COVENANTS	COVENANT HOLDER (BURDEN)	ADDRESS UNKNOWN NS CA	DEED	1984	7754  View Doc	Book 518 Page 19	Jun 25, 1984

Textual Qualifications on Title**Qualifications Text****Tenants in Common not registered pursuant to the *Land Registration Act***

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Recorded Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 MCGILL COLLEGE AVENUE FLOOR 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2014	105078563  View Form  View Doc		May 16, 2014
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 AVENUE MCGILL COLLEGE Etage 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2019	114883284  View Form  View Doc		Aug 01, 2019
WELLS FARGO CAPITAL FINANCE CORPORATION CANADA	MORTGAGEE	1 PLACE VILLE MARIE SUITE 2022 MONTREAL QC CA H3H 2C4	MORTGAGE	2013	102896702  View Form  View Doc		Apr 26, 2013

Parcel Description

SCHEDULE "A"
PID 20108080

ALL THAT CERTAIN lot or parcel of land known as Lot 105-BB as described on Plan Number 76297366 as approved on September 16, 2004, and filed at the Registry of Deeds for the County of Colchester at Truro, Nova Scotia.

SUBJECT TO restrictive covenants as described in Book 518 at Page 19.

SUBJECT TO a utility interest (two water line easements) as described in Book 518 at Page 19 and as shown on Plan Number 76297366.

SUBJECT TO a utility interest (sewer line easement) as described in Book 880 at Page 280 and as shown on Plan Number 76297366.

MGA COMPLIANCE - the parcel originates with an approved plan of subdivision that has been filed under the Registry Act or registered under the Land Registration Act at the Land Registration Office for the registration district of Colchester as plan number 76297366.

Non-Enabling Documents

Inst Type	Inst No	Year	Type	Book/Page	Registration System	Registration Date
Document	99708993					
	 View Doc	2011	CHANGE OF ADDRESS RE LR PARCEL		LAND REGISTRATION	Dec 12, 2011

Non-Enabling Plans

Inst Type	Inst No	Year	Type	Plan Name	Drawer Number	Registration Date
Plan	76297366					
	 View Plan	2004	SUBDIVISION & AMALGAMATIONS	LANDS OF CANADIAN AUTOMOTIVE RADIATOR EXCHANGE AND MANUFACTURING LIMITED		Sep 16, 2004

AFR Bundles

Inst Type	Inst No	Year	Type	Filing Reference	Instrument Date
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No AFR Bundles Found

Parcel Relationships

Related PID	Type of Relationship
20333118	CONSOLIDATED - NOT RELATED TO

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This parcel IS REGISTERED PURSUANT TO THE *Land Registration Act*. The registered owner of the registered interest owns the interest defined in this register in respect of the parcel described in the register, subject to any discrepancy in the location, boundaries or extent of the parcel and subject to the overriding interests [*Land Registration Act* subsection 20(1)].

No representations whatsoever are made as to the validity or effect of recorded documents listed in this parcel register. The description of the parcel is not conclusive as to the location, boundaries or extent of the parcel [*Land Registration Act* subsection 21(1)].

[Boundary/Area Problem](#)[General Problem](#)[Municipal Tax Query](#)

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Land Registration View

* Indicates interests inherited on subdivision or re-configuration of parcel

PID	20276481	Parcel Type	STANDARD PARCEL	Status	ACTIVE
Area	1.96 ACRE(S)	Parcel Access	PUBLIC	Manag. Unit	MU0406
Lot	LOT 104	Created	Sep 23, 1988 12:00:00AM		
PDCA Status	APPROVED	Municipal Unit	MUNICIPALITY OF THE COUNTY OF COLCHESTER	Manner of Tenure	NOT APPLICABLE
LR Status	LAND REGISTRATION	LR Date	Jan 05, 2007 03:14:28PM		

Location	County	Primary Location	Source
LYSANDER AVENUE DEBERT	COLCHESTER COUNTY	Yes	Not Assigned by Municipality

Comments

MAP:05P0550SE

Assessment Account	Value	Tax District	Tax Ward	Tax Sub
07357958	\$29,400 (2020 COMMERCIAL TAXABLE)	090	000	

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Registered Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date	NS Non-Res?
SPECTRA PREMIUM INDUSTRIES INC. - LES INDUSTRIES PREMIUM INC.	FEE SIMPLE	1421 AMPERE STREET BOUCHERVILLE QC CA J4B 5Z5	DEED	2007	86996197 View Doc		Jan 09, 2007	Yes

Farm Loan Board - Occupants & Mailing Addresses

Name	Interest Holder Type	Mailing Address
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No Records Found

Benefits to the Registered Interests

Benefit Details	Interest Holder Type	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Burdens on the Registered Interests

Interest Holder	Interest Holder	Mailing	Type	Year	Doc #	Book/Page/Plan	Registration
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(Qualifier)	Type	Address					Date
NOVA SCOTIA SMALL BUSINESS DEVELOPMENT CORPORATION	EASEMENT / RIGHT OF WAY HOLDER (BURDEN)	1800 ARGYLE STREET SUITE 701 POST OFFICE BOX 2374 HALIFAX NS CA B3J 3E4	DEED	1994	3165  View Doc	Book 780 Page 254	May 25, 1994
SUBJECT TO RESTRICTIVE COVENANTS	COVENANT HOLDER (BURDEN)	ADDRESS UNKNOWN NS CA	DEED	1994	3165  View Doc	Book 780 Page 254	May 25, 1994

Textual Qualifications on Title

Qualifications Text

Tenants in Common not registered pursuant to the *Land Registration Act*

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
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No Records Found

Recorded Interests

Interest Holder (Qualifier)	Interest Holder Type	Mailing Address	Type	Year	Doc #	Book/Page/Plan	Registration Date
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 MCGILL COLLEGE AVENUE FLOOR 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2014	105078563  View Form  View Doc		May 16, 2014
LAURENTIAN BANK OF CANADA	MORTGAGEE	1981 AVENUE MCGILL COLLEGE Etage 20 MONTREAL QC CA H3A 3K3	MORTGAGE	2019	114883284  View Form  View Doc		Aug 01, 2019
WELLS FARGO CAPITAL FINANCE CORPORATION CANADA	MORTGAGEE	1 PLACE VILLE MARIE SUITE 2022 MONTREAL QC CA H3H 2C4	MORTGAGE	2013	102896702  View Form  View Doc		Apr 26, 2013

Parcel Description

SCHEDULE "A"
PID 20276481

ALL THAT CERTAIN lot or parcel of land known as Lot 104 as described on Plan Number 5772 as filed at the Registry of Deeds for the County of Colchester at Truro, Nova Scotia.

SUBJECT TO restrictive covenants as described in Book 780 at Page 254.

SUBJECT TO a utility interest (service easements) as described in Book 780 at Page 254 and as shown as a water line easement along the northern and western boundaries and as an existing road access easement on Plan Number 5772.

MGA COMPLIANCE - the parcel originates with an approved plan of subdivision that has been filed under the

Registry Act or registered under the Land Registration Act at the Land Registration Office for the registration district of Colchester as plan number 5772.

Non-Enabling Documents

Inst Type	Inst No	Year	Type	Book/Page	Registration System	Registration Date
Document	99708993	2011	CHANGE OF ADDRESS RE LR PARCEL		LAND REGISTRATION	Dec 12, 2011
	 View Doc					

Non-Enabling Plans

Inst Type	Inst No	Year	Type	Plan Name	Drawer Number	Registration Date
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No Non Enabling Plans Found

AFR Bundles

Inst Type	Inst No	Year	Type	Filing Reference	Instrument Date
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No AFR Bundles Found

Parcel Relationships

Related PID	Type of Relationship
20117966	PARENT PARCEL NUMBER

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This parcel IS REGISTERED PURSUANT TO THE *Land Registration Act*. The registered owner of the registered interest owns the interest defined in this register in respect of the parcel described in the register, subject to any discrepancy in the location, boundaries or extent of the parcel and subject to the overriding interests [*Land Registration Act* subsection 20(1)].

No representations whatsoever are made as to the validity or effect of recorded documents listed in this parcel register. The description of the parcel is not conclusive as to the location, boundaries or extent of the parcel [*Land Registration Act* subsection 21(1)].

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