

Re TCF Acquisition

① order to go on the terms of
the attached.

Hannay J.

August 27, 2021

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE MR.

)

FRIDAY, THE 27th

JUSTICE HAINEY

)

DAY OF AUGUST, 2021

)

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 TGF
ACQUISITION PARENT LTD., 1120499 B.C. LTD. & 1127360 B.C. LTD.

ORDER

THIS MOTION, made by the TGF Acquisition Parent Ltd., 1120499 B.C. Ltd. (f/k/a Sun Rich Fresh Foods Inc.), and 1127360 B.C. Ltd. (f/k/a Tiffany Gate Foods Inc.) (collectively, the "**Applicants**") 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 included at Tab 3 of the Motion Record was heard this day via video-conference due to the ongoing COVID-19 pandemic.

ON READING the Fifth Report of Ernst & Young Inc., in its capacity as Monitor of the Applicants (the "**Monitor**"); and

UPON HEARING the submissions of counsel for the Applicants, counsel for the Monitor, and other counsel as listed on the Counsel Slip, no one else appearing for any party although duly served as appears on the affidavits of service of Lee Nicholson, filed.

SERVICE

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

STAY PERIOD

2. **THIS COURT ORDERS** that the stay period referred to in the Initial Order of the Honourable Justice Hainey dated February 17, 2021 (as amended and restated on February 26, 2021, the "**Initial Order**") is extended until the CCAA Termination Time (as defined in the Wind-Down Order of this Court dated June 22, 2021 (the "**Wind-Down Order**")).

APPROVAL OF FEES AND ACTIVITIES

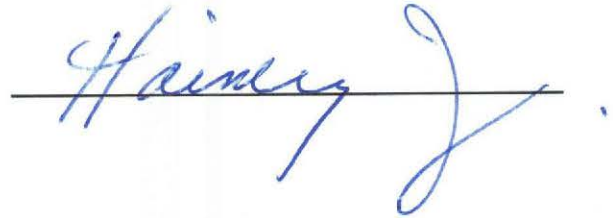
3. **THIS COURT ORDERS** that the Fifth Report of the Monitor dated August 20, 2021, and the activities and the conduct of the Monitor described therein is hereby approved.

4. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its counsel, in addition to those approved in the Wind-Down Order, that have been or will be incurred in performance of the duties of the Monitor up to CCAA Termination Time are hereby authorized and approved for the Monitor and its counsel up to a maximum of CDN\$180,000 plus any applicable taxes and disbursements in the aggregate.

GENERAL

5. **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 Applicants, 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 Applicants 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 Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

6. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Standard/Daylight Time on the date of this Order without any need for filing or entry.

A handwritten signature in blue ink, reading "Haimy J.", is written over a horizontal line. The signature is stylized with a large, looping initial "H" and a long, sweeping tail that extends to the right.

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

Court File No.: CV-21-00657098-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF TGF
ACQUISITION PARENT LTD., 1120499 B.C. LTD. & 1127360 B.C. LTD.

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

ORDER

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