

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

THE HONOURABLE MR ) TUESDAY, THE 28th DAY  
JUSTICE T. McEWEN ) OF APRIL, 2015

BETWEEN:



ICICI BANK CANADA

Applicant

and

2058756 ONTARIO LIMITED

Respondent

ORDER

(Advice and Direction re Nortel Indemnity)

THIS MOTION made by A. John Page & Associates Inc. in its capacity as the Court-appointed receiver (the "Receiver") of certain of the undertaking, property and assets of 2058756 ONTARIO LIMITED, (the "Debtor") for an order substantially in the form attached as Schedule "A to the Notice of Motion, approving the Fifth and Sixth Reports of the Receiver dated November 19, 2014 and March 23, 2015 and approving the conduct and activities of the Receiver as described in the Fifth and Sixth Reports, approving the Statement of Receipts and Disbursements as set forth in the Sixth Report, approving the filing by the Receiver of a Notice of Dispute to the Notice of (partial) Disallowance of the Nortel Indemnity Claim by the Monitor in the Nortel CCAA Proceedings, confirming that the Receiver may withdraw or abandon, at his option, any amount in relation to the Future Cost Claim portion of the Nortel Indemnity Claim filed by the Debtor in the CCAA Proceedings in connection with environmental contamination of the Kingston Property, confirming that the Receiver may, as it may consider appropriate in its opinion, and without further attendance on and approval by this Court, in connection with the 205 Incurred Cost Claim component of the Nortel Indemnity Claim, do all things necessary to litigate the Notice of Disallowance in the CCAA Proceeding, or to negotiate and implement a resolution of the Nortel Indemnity Claim with the Monitor, and approving the fees and

disbursements of the Receiver and its counsel for the period ending February 28, 2015, as set out in the affidavits of fees and disbursements filed, was heard this day at 330 University Avenue, Toronto, Ontario. All capitalized terms used herein and not otherwise defined are as defined in the Sixth Report.

ON READING the Fifth and Sixth Reports and on hearing the submissions of counsel for the Receiver and the Applicant, no one appearing for any other person on the service list although properly served as appears from the affidavit of Kellie Engelhardt sworn April 1, 2015, filed:

1. THIS COURT ORDERS AND DECLARES that Fifth Report and the Sixth Report of the Receiver and the actions and activities of the Receiver as set forth therein are hereby approved.
2. THIS COURT ORDERS that the Statement of Receipts and Disbursements as contained in the Sixth Report of the Receiver is hereby approved.
3. THIS COURT ORDERS that the filing by the Receiver of a Notice of Dispute to the Notice of Disallowance issued by the Monitor relating to the Nortel Indemnity Claim filed by the Debtor in the CCAA Proceedings is approved.
4. THIS COURT ORDERS and confirms that the Receiver may, at his option and without further attendance on, or approval by, this court, withdraw or abandon, any amount in relation to the Future Cost Claim portion of the Nortel Indemnity Claim filed by the Debtor in the CCAA Proceedings in connection with environmental contamination of the Kingston Property.
5. THIS COURT ORDERS that the Receiver may, as it may consider appropriate in its opinion and without further attendance or approval of this Court, do all things necessary, to litigate the Notice of Disallowance in relation to the 205 Incurred Cost Claim portion of the Nortel Indemnity Claim, to enter into a compromise or settlement of the 205 Incurred Cost Claim with the Monitor or, to accept the Notice of Disallowance as served.

6. THIS COURT ORDERS that the fees of the Receiver for the period ending February 28, 2015, as set out in the affidavit of A. John Page sworn March 24, 2015 and the exhibits attached thereto are hereby approved and allowed.
  
7. THIS COURT ORDERS that the fees and disbursements of the Receiver's counsel for the period ending February 28, 2015, as set out in the affidavit of J. Rosekat sworn March 27, 2015 and the exhibits attached thereto are hereby approved and allowed.



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



APR 28 2015

ICICI BANK CANADA  
Applicant

-and- 2058756 ONTARIO LIMITED  
Respondent

Court File No. CV-12-9740-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

PROCEEDING COMMENCED AT  
TORONTO

**ORDER**  
(Advice and Directions re: Nortel Indemnity)

**GARDINER ROBERTS LLP**

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