

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MR.)

THURSDAY, THE 15TH

JUSTICE HAINEY)

DAY OF OCTOBER, 2020



BETWEEN:

THE SUPERINTENDENT OF FINANCIAL SERVICES

Applicant

- and -

BUILDING & DEVELOPMENT MORTGAGES CANADA INC.

Respondent

**APPLICATION UNDER SECTION 37 OF THE
MORTGAGE BROKERAGES, LENDERS AND ADMINISTRATORS ACT, 2006, S.O. 2006,
c. 29 and SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990 c. C.43**

PORT PLACE 2 ORDER

THIS MOTION, made by FAAN Mortgage Administrators Inc., in its capacity as Court-appointed trustee (in such capacity, the "**Trustee**"), of all of the assets, undertakings and properties of Building & Development Mortgages Canada Inc. pursuant to section 37 of the *Mortgage Brokerages, Lenders and Administrators Act, 2006*, S.O. 2006, c. 29, as amended, and section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended, for an Order, *inter alia*, (i) approving the form of subordination and priority agreements (the "**Subordination and Priority**

Agreements”) attached to the Twenty-Third Report of the Trustee dated October 8, 2020 (the **“Twenty-Third Report”**); (ii) authorizing the Trustee to enter into the Subordination and Priority Agreements; and (iii) approving the Twenty-Third Report and the Trustees’ activities described therein, was heard this day by videoconference in Toronto, in accordance with the changes to the operations of the Commercial List in light of the COVID-19 pandemic;

ON READING the Twenty-Third Report, and on hearing the submissions of counsel for the Trustee, Chaitons LLP, in its capacity as Representative Counsel and such other counsel as were present, no one appearing for any other person on the service list, as appears from the affidavit of service of Chloe Nanfara sworn October 9, 2020, filed;

SERVICE AND INTERPRETATION

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

APPROVAL OF THE SUBORDINATION AND PRIORITY AGREEMENTS

2. **THIS COURT ORDERS** that (i) the Subordination and Priority Agreements be and are hereby approved with such minor amendments as the Trustee and such other parties to the Subordination and Priority Agreements may agree upon to permit the completion of the transactions contemplated thereby; and (ii) the Trustee be and is hereby authorized to enter into the Subordination and Priority Agreements and to take any steps that are reasonably incidental to its obligations thereunder.

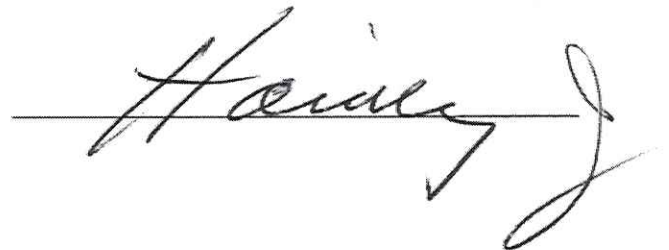
APPROVAL OF TWENTY-THIRD REPORT AND ACTIVITIES

3. **THIS COURT ORDERS** that the Twenty-Third Report and the Trustee’s activities described therein are hereby approved.

AID AND RECOGNITION OF FOREIGN COURTS

4. **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 Trustee and its 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 Trustee, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Trustee and its agents in carrying out the terms of this Order.

5. **THIS COURT ORDERS** that the Trustee be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Trustee is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

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LE / DANS LE REGISTRE NO:

OCT 16 2020

PER / PAR:

A handwritten signature in blue ink, appearing to be a stylized "C" or "K".

THE SUPERINTENDENT OF FINANCIAL SERVICES

- and -

**BUILDING & DEVELOPMENT MORTGAGES CANADA
INC.**

Applicant

Respondent

Court File No. CV-18-596204-00CL

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

Proceedings commenced at Toronto

PORT PLACE 2 ORDER

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in its capacity as Court-appointed Trustee of
Building & Development Mortgages Canada Inc.