

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: :
 : Chapter 15
 THE JOHN FORSYTH SHIRT :
 COMPANY LTD., *et al.*¹ : Case No. 13-10526 (SCC)
 :
 Debtors in Foreign Proceeding. : Jointly Administered
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ORDER SPECIFYING FORM AND MANNER OF SERVICE OF NOTICE

Upon the motion (the “Motion”) of BDO Canada Limited, the court-appointed monitor (the “Monitor”) and foreign representative of the above-captioned foreign Debtors in the above-captioned chapter 15 cases (collectively, the “Chapter 15 Cases”), seeking the entry of an order pursuant to 11 U.S.C. §§ 1514, 1515 and 105(a) and Fed. R. Bankr. Proc. 9007 and 9008: (i) approving the notice of the Chapter 15 Petitions in the form attached hereto as Exhibit 1 (the “Notice”); (ii) approving the notice by way of publication of the Chapter 15 Petitions in the form annexed hereto as Exhibit 2 (the “Publication Notice”); and (iii) specifying the manner of service of the Joint Summons and the Notice; and upon consideration of the Motion and the arguments contained therein; and the Court having conducted a hearing on the Motion; and the Court having determined that no other or further notice need be given; and it appearing that the relief requested by the Motion is in the best interests of the Foreign Debtors, their creditors, and other parties-in-interest; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the

¹ The debtors in these cases and the last four digits of each debtor’s tax identification number are as follows: The John Forsyth Shirt Company Ltd. (RC0001), Forsyth Holdings, Inc. (7524), and Forsyth of Canada, Inc. (7526).

Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and sufficient cause appearing therefor, it is hereby

ORDERED, that the form of the Notice is hereby approved; and it is further

ORDERED, that the form of the Publication Notice is hereby approved; and it is further

ORDERED, that copies of the Joint Summons and the Notice shall be served by electronic mail, United States Postal Service, express mail prepaid or by overnight and international courier service upon all known creditors and all other parties against whom Chapter 15 relief is sought (or their counsel), including any such parties (or their counsel) that have addresses outside the United States, in accordance with Bankruptcy Rules 1010 and 7004 on or before March 1, 2013, or as soon thereafter as practicable; and it is further

ORDERED, that the Publication Notice shall be published on or before March 6, 2013, or as soon thereafter as practicable; and it is further

ORDERED, that notice of further pleadings will be served by electronic mail, United States Postal Service, express mail prepaid or by overnight and international courier service, or pursuant to any further Orders of this Court; and it is further

ORDERED, that if any party files a notice of appearance in this case, it will be deemed adequate notice if the Monitor serves the Notice and Joint Summons and any subsequent notices upon such party within seven (7) days of the filing of such notice of appearance if such documents have not already been served on such party (or its counsel); and it is further

ORDERED, that service of the Notice and Joint Summons and publication of the Publication Notice in accordance with this Order is hereby approved as adequate and sufficient notice and service on all interested parties and of the relief requested therein; and it is further

ORDERED, that answers, responses on objections to the recognition of the chapter 15 petitions must be made pursuant to the Bankruptcy Code, the local rules of the Court and the Bankruptcy Rules including, without limitation, Bankruptcy Rule 1011, in writing, and setting forth the basis therefor. Such response or objection must be filed with the Office of the Clerk of the Court, One Bowling Green New York, New York 10004, and served upon counsel for the Monitor, the Companies, Wells Fargo Capital Finance Corporation Canada and Wells Fargo Capital Finance, LLC (collectively, "Wells Fargo") and the Office of the United States Trustee for the Southern District of New York (the "U.S. Trustee") so as to be received by them no later than **March 11, 2013 at 5:00 p.m. prevailing Eastern Time**. Notices to counsel for the Monitor should be addressed to Richards, Layton & Finger, One Rodney Square, 920 North King Street, Wilmington, Delaware 19801, Attention: Russell C. Silberglid, and to Klestadt & Winters, LLP, 570 Seventh Avenue, 17th Floor New York, New York 10018, Attention: Tracy L. Klestadt. Notices to counsel for the Companies should be addressed to Aird & Berlis LLP, Barristers & Solicitors, Suite 1800, 181 Bay Street, Toronto, Ontario M5J 2T9, Canada, Attention: D. Robb English. Notices to counsel for Wells Fargo should be addressed to Otterbourg, Steindler, Houston & Rosen, P.C., 230 Park Avenue, New York, New York 10169, Attention: Daniel Fiorillo and James M. Cretella and to Goodmans LLP, 333 Bay Street, Suite 3400, Toronto, Ontario, M5H 2S7, Canada, Attention: Joe Latham. Notices to the U.S. Trustee should be addressed to Office of The United States Trustee, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attention: Serene Nakano; and it is further

ORDERED, that a hearing on the order for recognition sought by the Chapter 15 Petitions is scheduled for **March 18, 2013 at 2:00 p.m. prevailing Eastern Time**; and it is further

ORDERED, that all notice requirements specified in section 1514(c) of the Bankruptcy Code are hereby waived, provided, however, that when a bar date is set by the Ontario Court,² creditors will receive notice provided through the Canadian Proceedings; and it is further

ORDERED, that the requirement pertaining to service of the petition and summons specified in Bankruptcy Rule 1010 is hereby waived to the extent applicable.

Dated: February 27, 2013
New York, New York

/s/ Shelley C. Chapman
HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

Exhibit 1

Tracy L. Klestadt
KLESTADT & WINTERS, LLP
570 Seventh Avenue, 17th Floor
New York, New York 10018
(212) 972-3000

- and -

Russell C. Silberglied
L. Katherine Good
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 N. King Street
Wilmington, Delaware 19801
(302) 651-7700

*Counsel to BDO Canada Limited, as Foreign Representative
of the Canadian Proceedings of The John Forsyth Shirt Company Ltd.,
Forsyth Holdings, Inc. and Forsyth of Canada, Inc.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:
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THE JOHN FORSYTH SHIRT	:
COMPANY LTD., <i>et al.</i> ¹	:
	:
Debtors in Foreign Proceeding.	:
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**NOTICE OF (A) FILING AND HEARING ON: (A) PETITIONS SEEKING
RECOGNITION OF CANADIAN PROCEEDINGS PURSUANT TO CHAPTER 15 OF
THE UNITED STATES BANKRUPTCY CODE AND RELATED RELIEF; AND (B)
MONITOR’S MOTION FOR PROVISIONAL AND FINAL RELIEF PURSUANT TO
SECTIONS 105(A), 1519, 1520, AND 1521 OF THE BANKRUPTCY CODE**

PLEASE TAKE NOTICE that on February 25, 2013, BDO Canada Limited the court-appointed monitor (the “Monitor”) and authorized foreign representative of The John Forsyth Shirt Company Ltd. (“Forsyth Canada”), Forsyth Holdings, Inc. (“Forsyth Holdings”) and Forsyth of Canada, Inc. (“Forsyth USA” and, together with Forsyth Canada and Forsyth

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Holdings, the “Applicants” or the “Companies”) in proceedings (the “Canadian Proceedings”) under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “CCAA”), pending before the Ontario Superior Court of Justice (Commercial List) (the “Ontario Court”) filed verified petitions (collectively, the “Chapter 15 Petitions”) in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) under chapter 15 of title 11 of the United States Code (the “Bankruptcy Code”) commencing chapter 15 cases (the “Chapter 15 Cases”) ancillary to the Canadian Proceedings and seeking recognition of the Canadian Proceedings as a “foreign main proceeding,” or, in the alternative, a “foreign non-main proceeding,” and certain relief in aid thereof.

PLEASE TAKE FURTHER NOTICE that on February 27, 2013, the Bankruptcy Court entered an *Order For Joint Administration* of the Companies Chapter 15 Cases under Case No. 13-10526 (SCC).

PLEASE TAKE FURTHER NOTICE that any person wishing to submit a response or objection to the recognition of the Canadian Proceedings as foreign main proceedings as sought by the Chapter 15 Petitions and the related joint summons (the “Joint Summons”) issued by the Clerk of the Bankruptcy Court must do so pursuant to the Bankruptcy Code and the Local and Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), including, without limitation Bankruptcy Rule 1011, in writing and setting forth the basis therefor. Such response must be filed with the Office of the Clerk of the Court, One Bowling Green New York, New York 10004, and served upon counsel for the Monitor, the Companies, Wells Fargo Capital Finance Corporation Canada and Wells Fargo Capital Finance, LLC (collectively, “Wells Fargo”), and the Office of the United States Trustee for the Southern District of New York (the “U.S. Trustee”) so as to be received by them no later than **March 11, 2013 at 5:00 p.m. prevailing Eastern Time**. Notices to counsel for the Monitor should be addressed to Richards, Layton & Finger, One Rodney Square, 920 North King Street, Wilmington, Delaware 19801, Attention: Russell C. Silberglied, and to Klestadt & Winters, LLP, 570 Seventh Avenue, 17th Floor New York, New York 10018, Attention: Tracy L. Klestadt. Notices to counsel for the Companies should be addressed to Aird & Berlis LLP, Barristers & Solicitors, Suite 1800, 181 Bay Street, Toronto, Ontario M5J 2T9, Canada, Attention: D. Robb English. Notices to counsel for Wells Fargo should be addressed to Otterbourg, Steindler, Houston & Rosen, P.C., 230 Park Avenue, New York, New York 10169, Attention: Daniel Fiorillo and James M. Cretella and to Goodmans LLP, 333 Bay Street, Suite 3400, Toronto, Ontario, M5H 2S7, Canada, Attention: Joe Latham. Notices to the U.S. Trustee should be addressed to Office of The United States Trustee, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attention: Serene Nakano.

PLEASE TAKE FURTHER NOTICE that the Bankruptcy Court entered an *Order Scheduling Hearing and Specifying Form and Manner of Service* on [DATE], 2013, scheduling a hearing on **March 18, 2013 at 2:00 p.m. prevailing Eastern Time** (the “Recognition Hearing”) before the Honorable Shelley C. Chapman in Courtroom No. 621 of the United States Bankruptcy Court, One Bowling Green, New York, New York 10004 regarding motions or answers, if any, in response to the Joint Summons and the Chapter 15 Petitions.

PLEASE TAKE FURTHER NOTICE that all persons opposed to the recognition of the Chapter 15 Petitions or the Monitor's request for relief must appear at the Recognition Hearing at the time and place set forth above.

PLEASE TAKE FURTHER NOTICE, that if no response or objection is timely filed and served as provided above, the Bankruptcy Court may grant the recognition and relief requested by the Monitor without further notice or hearing.

PLEASE TAKE FURTHER NOTICE that on February 25, 2013, the Monitor also filed a *Motion for Provisional and Final Relief Pursuant to Sections 105(a), 1519, 1520, and 1521 of the Bankruptcy Code* (the "Motion") requesting (i) entry of an provisional order (the "Provisional Order") which imposes a stay of all proceedings in the United States against the Monitor or the Applicants, and the Applicants' business, property or assets located in the United States and any attempt to collect thereon or terminate executory contracts and which recognizes the Initial Order of the Ontario Court, dated February 22, 2013 on an interim basis, and grants certain relief under section 364 of the Bankruptcy Code on an interim basis and (ii) concurrently with or after entry of a recognition order under section 1517 of the Bankruptcy Code, the entry of a final order (the "Final Order") recognizing the Initial Order, and extending the stay granted in the Provisional Order on a permanent basis.

PLEASE TAKE FURTHER NOTICE that on February 27, 2013, the Bankruptcy Court entered the Provisional Order and scheduled a hearing (the "Hearing on the Final Order") to consider the Provisional Relief for **March 18, 2013 at 5:00 p.m., prevailing Eastern Time**, or as soon thereafter as counsel can be heard, before the Honorable Shelley C. Chapman in Courtroom No. 621 of the United States Bankruptcy Court, One Bowling Green, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that any party in interest wishing to submit a response or objection to the entry of the Final Order must do so pursuant to the Bankruptcy Code and the Bankruptcy Rules, including, without limitation Bankruptcy Rule 1011, in writing and setting forth the basis therefore. Such response must be filed with the Office of the Clerk of the Court, One Bowling Green, New York, New York 10004, and served upon counsel for the Monitor, the Companies, and Wells Fargo so as to be received by them no later than **March 11, 2013 at 5:00 p.m. prevailing Eastern Time**. Notices to counsel for the Monitor should be addressed to Richards, Layton & Finger, One Rodney Square, 920 North King Street, Wilmington, Delaware 19801, Attention: Russell C. Silberglied, and to Klestadt & Winters, LLP, 570 Seventh Avenue, 17th Floor New York, New York 10018, Attention: Tracy L. Klestadt. Notices to counsel for the Companies should be addressed to Aird & Berlis LLP, Barristers & Solicitors, Suite 1800, 181 Bay Street, Toronto, Ontario M5J 2T9, Canada, Attention: D. Robb English. Notices to counsel for Wells Fargo should be addressed to Otterbourg, Steindler, Houston & Rosen, P.C., 230 Park Avenue, New York, New York 10169, Attention: Daniel Fiorillo and James M. Cretella and to Goodmans LLP, 333 Bay Street, Suite 3400, Toronto, Ontario, M5H 2S7, Canada, Attention: Joe Latham. Notices to the U.S. Trustee should be addressed to Office of The United States Trustee, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attention: Serene Nakano.

PLEASE TAKE FURTHER NOTICE that the Recognition Hearing and the Hearing on the Final Order may be adjourned from time to time without further notice other than an announcement in open court at the Recognition Hearing or the Hearing on the Final Order of the adjourned date or dates or any further adjourned hearing.

Copies of the Chapter 15 Petitions, the Motion, Provisional Order, the proposed Final Order, the Initial Order and other filings in this case, are available: (1) on the Bankruptcy Court's Electronic Case Filing System, which can be accessed from the Bankruptcy Court's website at <https://ecf.nysb.uscourts.gov> (a PACER login and a password are required to retrieve a document); (2) from the Monitor through its website <http://www.bdo.ca/forsyth>; and/or (3) upon written request to the Monitor's counsel (by facsimile or email) addressed to:

RICHARDS, LAYTON & FINGER
Attention: Russell C. Silberglied
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
Fax: (302) 651-7701
Email: silberglied@rlf.com

-OR-

KLESTADT & WINTERS, LLP
Attention: Tracy L. Klestadt
570 Seventh Avenue, 17th Floor
New York, New York 10018
Fax: (212) 972.2245
Email: tklestadt@klestadt.com

Dated: February __, 2013
New York, New York

Tracy L. Klestadt
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-and-

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*Attorneys for BDO Canada Limited,
as Foreign Representative of the Canadian
Proceedings of The John Forsyth Shirt Company
Ltd., Forsyth Holdings, Inc. and Forsyth of
Canada, Inc.*

Exhibit 2

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

THE JOHN FORSYTH SHIRT COMPANY LTD.,
et al.,

Debtors in Foreign Proceedings.

Chapter 15

Case No. 13- 10526 (SCC)

Jointly Administered

**NOTICE OF FILING AND HEARING ON PETITION SEEKING RECOGNITION OF
CANADIAN PROCEEDINGS PURSUANT TO CHAPTER 15 OF THE UNITED
STATES BANKRUPTCY CODE AND RELATED RELIEF**

PLEASE TAKE NOTICE that on February 25, 2013, BDO Canada Limited, the monitor appointed by the Ontario Superior Court of Justice (Commercial List) and the foreign representative of each of the above-captioned foreign Debtors, filed verified petitions (collectively, the “Chapter 15 Petitions”) in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) under chapter 15 of title 11 of the United States Code (the “Bankruptcy Code”) commencing chapter 15 cases (the “Chapter 15 Cases”) ancillary to the Canadian Proceedings and seeking recognition of the Canadian Proceedings as a “foreign main proceeding,” or, in the alternative, a “foreign non-main proceeding,” and certain relief in aid thereof.

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Klestadt. Notices to counsel for the Companies should be addressed to Aird & Berlis LLP, Barristers & Solicitors, Suite 1800, 181 Bay Street, Toronto, Ontario M5J 2T9, Canada, Attention: D. Robb English. Notices to counsel for Wells Fargo should be addressed to Otterbourg, Steindler, Houston & Rosen, P.C., 230 Park Avenue, New York, New York 10169, Attention: Daniel Fiorillo and James M. Cretella and to Goodmans LLP, 333 Bay Street, Suite 3400, Toronto, Ontario, M5H 2S7, Canada, Attention: Joe Latham. Notices to the U.S. Trustee should be addressed to Office of The United States Trustee, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attention: Serene Nakano.

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Copies of the Chapter 15 Petitions and other filings in this case, are available: (1) on the Bankruptcy Court's Electronic Case Filing System, which can be accessed from the Bankruptcy Court's website at <https://ecf.nysb.uscourts.gov> (a PACER login and a password are required to retrieve a document); (2) from the Monitor through its website www.bdo.ca/forsyth; and/or (3) upon written request to the Monitor's counsel (by facsimile or email) addressed to:

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Attention: Russell C. Silberglied
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