

**ONTARIO
SUPERIOR COURT OF JUSTICE**

THE HONOURABLE
JUSTICE STANDRYK

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TUESDAY, THE 15th
DAY OF SEPTEMBER, 2026



MERIDIAN CREDIT UNION LIMITED

Applicant

- and -

11517945 CANADA INC.

Respondent

**IN THE MATTER OF AN APPLICATION PURSUANT TO SUBSECTION 243(1) OF
THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3, AS AMENDED and
SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, c. C.43, as amended**

ADMINISTRATIVE ORDER

THIS MOTION is made by BDO Canada Limited., in its capacity as Court-appointed receiver and manager (in such capacity, the “**Receiver**”) of the undertaking, property and assets of 11517945 Canada Inc. (the “**Debtor**”) pursuant to an Order of the Honourable Justice Ramsay of the Ontario Superior Court of Justice (the “**Court**”) dated February 12, 2026 (the “**Appointment Order**”) for advice and directions in respect of orders, among other things:

- (a) approving the sale transaction for the sale of the real property known municipally known as 2700 Mewburn Road, Niagara Falls, Ontario (the “**Transaction**”), which transaction was approved by separate order of the Court;
- (b) approving the first report of the Receiver dated August 17, 2026 (the “**First Report**”) and the Supplement to the First Report, dated August 31, 2026 (the “**Supplement**”);

- (c) approving the fees and disbursements of the Receiver and its counsel, Loopstra Nixon LLP, as set out in the Receiver's affidavit of fees attached to the First Report as Appendix "VII" ("**Receiver's Fee Affidavit**") and the counsel's affidavit of fees attached to the First Report as Appendix "VIII" ("**Counsel's Fee Affidavit**"); and
- (d) authorizing and directing the Receiver to apply and distribute the net proceeds of the Transaction, including in part to Meridian Credit Union Limited as senior secured creditor ("**Meridian**"),

was heard this day at 59 Church Street, St. Catharines, Ontario.

ON READING the First Report, the appendices and the confidential appendices thereto and the Supplement and the appendices thereto; and **ON HEARING** the submissions of counsel for the Receiver and such other parties as appearing on the attendance slip, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Amanda Adamo sworn August 25, 2026, filed:

DEFINED TERMS

1. **THIS COURT ORDERS** that capitalized terms not otherwise defined herein shall have the meanings ascribed thereto in the First Report.

APPROVAL OF RECEIVER'S REPORT AND ACTIVITIES

2. **THIS COURT ORDERS** that the First Report, the Supplement and activities of the Receiver described therein are hereby approved; provided, however, that only the Receiver, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

APPROVAL OF FEES

3. **THIS COURT ORDERS** that the fees and disbursements of the Receiver up until as set out in the Receiver's Fee Affidavit, are hereby approved.
4. **THIS COURT ORDERS** that the fees and disbursements of as set out in Counsel's Fee Affidavit, are hereby approved.

APPLICATION AND DISTRIBUTION OF NET PROCEEDS

5. **THIS COURT ORDERS** that, upon completion of the Transaction, the Receiver is authorized and directed to apply and distribute the net proceeds of the Transaction (net of real estate commissions, ordinary course transactional costs and adjustments) as follows:

- a. first, to pay the professional fees approved by the Court pursuant to paragraph 3 and paragraph 4 hereof;
- b. second, to establish and retain a reserve in the amount of \$500,000.00 (“**Receivership Reserve**”) to fund the Receiver’s final administration of the within receivership and to provide for the payment of any claim against the Debtor that has a legal entitlement to payment from the proceeds in priority to Meridian’s secured claim (all such priority claims being, as defined in the First Report, the “**Priority Payables**”);
- c. third, to pay Meridian the net proceeds of the transaction, less the Receivership Reserve, in partial satisfaction of the Meridian’s secured claim;
- d. fourth, to pay the Priority Payables, once finally determined, from the Receivership Reserve; and
- e. finally, to pay the balance of the Receivership Reserve after payment of the above amounts (if any) to Meridian, in partial satisfaction of Meridian’s secured claim.

TERMINATION OF UNIT PURCHASE AGREEMENTS

6. **THIS COURT ORDERS AND CONFIRMS** that Unit Purchase Agreements made by and between the Unit Purchasers and Alpha Capital Management Inc., as consultant and construction manager for the Debtor, be and are hereby deemed terminated.

7. **THIS COURT ORDERS** that, notwithstanding the termination of the Unit Purchase Agreements, nothing in this Order shall: (i) release, extinguish, compromise, bar or otherwise affect any claim, right or remedy of any purchaser under a Unit Purchase Agreement has or may have against Alpha Capital Management Inc., its directors, officers, principals and related parties, any person who received, controlled or directed the release or application of purchaser

deposit or upgrade monies, or any person other than the Receiver; (ii) be construed as a voluntary termination, abandonment, release or compromise by any purchaser of any claim for the return of deposit or upgrade monies or for damages; or (iii) affect the entitlement of any purchaser to make a claim under the Ontario New Home Warranties Plan Act and the Tarion warranty programme, or the date from which any such entitlement arises. Notwithstanding the foregoing, any claim that any purchaser may have against the Debtor shall be limited to an unsecured claim and shall not give rise to any rights against the proceeds of the Transaction, the Receivership Reserve or the assets sold, transferred, assigned or otherwise disposed of through the Transaction.

GENERAL

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

9. **THIS COURT ORDERS** that that this order is effective from today's date and is enforceable without the need for entry and filing; provided, however, that the Receiver shall have this order issued and filed with the Court office as soon as practicable.

Date of Issuance:
September 15, 2026
Alison Price
Registrar Alison Price


Standryk, J.

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- and -

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Court File No.: CV-26-00063916-0000

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceedings commenced in ST. CATHARINES

ADMINISTRATIVE ORDER

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