



District of Ontario  
Division No. 12 - Ottawa  
Court File No. BK-33-03025642  
Bankruptcy Estate File No. 33-3025642

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**(IN BANKRUPTCY & INSOLVENCY)**

THE HONOURABLE

)

WEDNESDAY, THE 3<sup>RD</sup>

JUSTICE KERSHMAN

)

DAY OF APRIL, 2024

IN THE MATTER OF THE BANKRUPTCY AND  
INSOLVENCY ACT, R.S.C., 1985, C. B-3, AS AMENDED

AND IN THE MATTER OF THE NOTICE OF INTENTION  
TO MAKE A PROPOSAL OF OEM AUTOMOTIVE  
SOLUTIONS INC., OEM AUTOMOTIVE CORNWALL INC.  
AND OEM AUTOMOTIVE HOLDINGS INC.

**ANCILLARY ORDER**

**THIS MOTION**, made by BDO Canada Limited, in its capacity as proposal trustee (in such capacity, the "**Proposal Trustee**") of OEM Automotive Solutions Inc. ("**Solutions**"), OEM Automotive Cornwall Inc. ("**Cornwall**") and OEM Automotive Holdings Inc. ("**Holdings**", and collectively with Solutions and Cornwall, the "**Companies**"), pursuant to the *Bankruptcy and Insolvency Act*, R.S.C., 1985, c. B-3, as amended (the "**BIA**"), for an ancillary order (this "**Order**"), among other things:

- (a) if necessary, abridging the time for service and filing of the notice of motion and the motion record or, in the alternative, dispensing with the same;
- (b) extending the time for the Companies to file proposals under section 50.4(9) of the BIA to and including May 29, 2024;

(c) approving the third report of the Proposal Trustee in the Companies' BIA proposal proceedings (collectively, the "**Proposal Proceedings**"), dated March 27, 2024 (the "**Third Report**"), and approving the activities of the Proposal Trustee described in the Third Report;

(d) approving the fees and disbursements of the Proposal Trustee and its counsel, as set out in the Third Report and the fee affidavits appended to the Third Report (the "**Fee Affidavits**"), and

(e) approving the sealing of certain confidential documents appended to the Proposal Trustee's Confidential Supplementary Report dated March 27, 2024 (the "**Confidential Supplementary Report**"),

was heard by this Honourable Court (the "**Court**") on this day by way of judicial video conference in Ottawa, Ontario.

**ON READING** the Third Report, the Confidential Supplementary Report and the Fee Affidavits of the Proposal Trustee and its counsel, and on hearing the submissions of counsel for the Proposal Trustee, counsel for the Companies, counsel for the Bank of Montreal (as senior secured creditor and interim lender), counsel to and the other parties listed on the participant information form, no one else appearing although properly served as appears from the affidavit of Michelle Pham, sworn March 28, 2024, filed:

#### **SERVICE**

1. **THIS COURT ORDERS** that the time for service and filing 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.

#### **EXTENSION OF TIME**

2. **THIS COURT ORDERS** that the time for the filing of proposals by the Companies is hereby extended in accordance with section 50.4(9) of the BIA up to and including May 29, 2024.

### **APPROVAL OF THIRD REPORT, ACTIONS & FEES**

3. **THIS COURT ORDERS** that the Third Report and the actions, activities and conduct of the Proposal Trustee described therein be and are hereby approved; provided, however, that only the Proposal Trustee, 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.

4. **THIS COURT ORDERS** that the fees and disbursements of the Proposal Trustee and its counsel, as set out in the Third Report and the Fee Affidavits be and are hereby taxed and approved.

### **SEALING CONFIDENTIAL DOCUMENTS**

5. **THIS COURT ORDERS** the sealing of the confidential documents appended to the Confidential Supplementary Report until completion of the Transaction described in the Third Report, or another transaction closes or further order of this Court.

### **GENERAL**

6. **THIS COURT ORDERS** that this Order is effective as of 12:01 a.m. from today's date and is enforceable without the need for entry and filing.

  
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**THE HONOURABLE JUSTICE  
STANLEY J. KERSHMAN**

THE MATTER OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C., 1985, C. B-3, AS AMENDED

AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF OEM AUTOMOTIVE SOLUTIONS  
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Proceedings commenced at Ottawa

**ANCILLARY ORDER**

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in its capacity as the Proposal Trustee