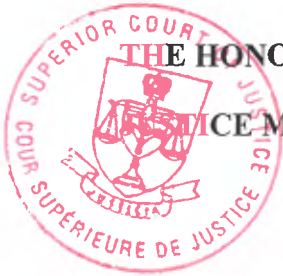


**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**



**THE HONOURABLE
JUSTICE MCEWEN**

M
M.C.



**WEDNESDAY, THE 19th DAY
OF SEPTEMBER, 2018**

B E T W E E N:

THE TORONTO-DOMINION BANK

Applicant

– and –

FAIRVIEW NURSING HOME LIMITED

Respondent

**APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND
INSOLVENCY ACT*, R.S.C. 1985, c. B-3, AS AMENDED**

ORDER

THIS MOTION, MADE BY BDO CANADA LIMITED, in its capacity as the Court-appointed Receiver (in such capacity, the “**Receiver**”), without security, of the assets, undertakings, and properties of Fairview Nursing Home Limited (the “**Debtor**”), for an Order substantially in the form attached as Tab 3 to the Motion Record of the Receiver, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion of the Receiver and the Third Report of the Receiver dated September 10, 2018 (the “**Third Report**”) and on hearing the submissions of counsel for the Receiver and any other counsel or person appearing from the Service List, as properly served as appears from the Affidavit of Michelle Pham sworn September 12, 2018, filed:

SERVICE

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

APPROVAL OF THIRD REPORT

2. **THIS COURT ORDERS** that the Third Report and the conduct, actions and activities of the Receiver described therein be and are hereby approved.

R & D STATEMENT

3. **THIS COURT ORDERS** that the Receiver's Interim Statement of Receipts and Disbursements included in the Third Report is hereby approved.

SECOND DISTRIBUTION

4. **THIS COURT ORDERS** that the Receiver's proposed second distribution as set out in the Third Report (the "**Second Distribution**") is approved and that the Receiver is authorized and directed to make or pay the Second Distribution.

FEE APPROVAL

5. **THIS COURT ORDERS** that the interim fees and disbursements of the Receiver, as set out in the Affidavit of Eugene Migus, sworn September 10, 2018 and attached as Appendix "H" to the Third Report, is hereby approved.
6. **THIS COURT ORDERS** that the interim fees and disbursements of the Receiver's current counsel, Fogler, Rubinoff LLP, as set out in the Affidavit of Kyle Kuepfer, sworn

September 10, 2018 and attached as Appendix "I" to the Third Report; is hereby approved.

7. **THIS COURT ORDERS** that the final fees and disbursements of the Receiver's former counsel, Gowling WLG (Canada) LLP, as set out in the Affidavit of Clifton P. Prophet, sworn September 6, 2018 and attached as Appendix "J" to the Third Report, is hereby approved.

BANKRUPTCY

8. **THIS COURT ORDERS** that the Receiver has the authority to file an assignment in bankruptcy on behalf of the Debtor and to fund the costs of the bankruptcy filing from the proceeds in this receivership administration, limited to the amount of \$15,000.

A handwritten signature in black ink, appearing to read 'McE...'. The signature is written above a horizontal line.

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

SEP 19 2018

PER / PAR:

Handwritten initials in black ink, possibly 'PL', written below the 'PER / PAR:' label.

THE TORONTO-DOMINION BANK

- and -

FAIRVIEW NURSING HOME LIMITED

Applicant

Respondent

APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3, AS AMENDED

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

(PROCEEDING COMMENCED AT TORONTO)

ORDER

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**Lawyers for BDO Canada Limited, in its capacity as
court-appointed receiver of Fairview Nursing Home
Limited**