

Court File No. CV-23-00093034-0000

ONTARIO
SUPERIOR COURT OF JUSTICE

THE HONOURABLE) THURSDAY, THE 5th DAY
JUSTICE BERGERON) OF MARCH, 2026

B E T W E E N:

MERIDIAN CREDIT UNION LIMITED

Applicant

- and -

GARDEN VILLA RETIREMENT RESIDENCE INC.

Respondent



DISCHARGE ORDER

THIS MOTION, made by BDO Canada Limited (“**BDO**”), in its capacity as the court-appointed receiver (the “**Receiver**”), without security, of the undertakings, properties and assets of Garden Villa Retirement Residence Inc. (the “**Debtor**”) pursuant to the Order of the Honourable Justice Hackland dated October 26, 2023 of the Ontario Superior Court of Justice (the “**Receivership Order**”), for an order, among other relief:

1. approving the actions and activities of the Receiver as set out in the first report of the Receiver dated February 18, 2026 (the “**First Report**”) and in the confidential supplement to the First Report dated February 18, 2026 (the “**Confidential Supplement**”);

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2. approving the fees and disbursements of the Receiver and its counsel as set out in the First Report;
3. approving the statement of receipts and disbursements of the Receiver as set out in the First Report;
4. approving the payment and distribution of the remaining net proceeds available in the estate of the Debtor as set out in the First Report;
5. approving the sealing of the Confidential Supplement;
6. approving the fee accrual as set out in the First Report;
7. discharging BDO as Receiver of the undertakings, properties and assets of the Debtor; and
8. releasing BDO from any and all liability as set out below in this Order,

was heard this day by way of judicial video conference at 161 Elgin Street, Ottawa, Ontario.

ON READING the First Report and Confidential Supplement, and the affidavits on behalf of the Receiver and its counsel as to fees and disbursements, included in the First Report (the respective “**Fee Affidavit**”), and on hearing the submissions of counsel for the Receiver, and counsel to those parties listed on the Counsel Slip or Participant Information Form, no one else appearing although duly served with the Receiver's Motion Record and First Report, as appears from the affidavit of service of Michelle Pham sworn February 19, 2026, filed:

Service

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

Receiver's Actions and Activities

2. THIS COURT ORDERS that the First Report and the Confidential Supplement, and the actions and activities of the Receiver as described in the First Report and the Confidential Supplement, including the Receiver's proposed sale (the "**Sale Transaction**") of the Debtor's property in the Sale Transaction, which includes the retirement home located at 66 Main Street South, Chesterville, Ontario (the "**Real Property**"), be and are hereby approved, provided, however, that only the Receiver, in its personal capacity and only with respect to its own liability, shall be entitled to rely on or utilize in any way such approval.

3. THIS COURT ORDERS that the Receiver's statement of receipts and disbursements, as set out in the First Report, are hereby approved.

Professional Costs

4. THIS COURT ORDERS that the fees and disbursements of the Receiver in the amount of \$402,241.89 including HST for the period from July 25, 2023 to February 11, 2026 (the "**Receiver's Costs**"), as set out in the First Report and Fee Affidavit of Christopher J. Mazur sworn February 17, 2026 , are hereby approved.

5. THIS COURT ORDERS that the fees and disbursements of the Receiver's legal counsel, Fogler, Rubinoff LLP, in the total amount of \$119,343.65 including HST for the period from

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October 4, 2023 to February 11, 2026 (“**Fogler's Costs**”), as set out in the First Report and Fee Affidavit of Spencer Thompson sworn February 11, 2026, are hereby approved.

Fee Accrual

6. THIS COURT ORDERS that the Receiver shall reserve or holdback funds from the proceeds realized on the completion of the Sale Transaction, for the benefit of the Receiver in the amount of \$50,000 plus HST and disbursements and for the benefit of Receiver's counsel, Fogler, Rubinoff LLP, in the amount of \$30,000 plus HST and disbursements (the aggregate amount of \$80,000 plus HST and disbursements being, the “**Fee Accrual**”), for the estimated professional fees and disbursements of the Receiver and its counsel to complete the Sale Transaction, any post-closing matters and the administration of the receivership to the discharge of the Receiver, as described in the First Report.

Sealing Confidential Supplement

7. THIS COURT ORDERS the sealing of the Confidential Supplement to the First Report, until completion of the Sale Transaction or further Order of this Court.

Distribution

8. THIS COURT ORDERS that after the completion of the Sale Transaction, the payment of the Receiver's Costs, Fogler's Costs, any amounts that constitute priority payables or deemed trusts, and any property tax arrears and operating costs in respect of the Sale Transaction, and the retention of the Fee Accrual, the Receiver shall pay the net proceeds, and remit any subsequent unused portion of the Fee Accrual, to Meridian Credit Union Limited, as set out in the First Report.

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Discharge

9. THIS COURT ORDERS that upon the Receiver filing a certificate of completion with this Court certifying that it has completed the activities described in the First Report and Confidential Supplement, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtor, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of BDO in its capacity as Receiver.

10. THIS COURT ORDERS AND DECLARES that upon the Receiver filing a certificate of completion with this Court certifying that it has completed the activities described in the First Report and Confidential Supplement, BDO is hereby released and discharged from any and all liability that BDO now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of BDO while acting in its capacity as Receiver herein up to and including the discharge date as described in any of its reports to the Court, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, BDO is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.

11. THIS COURT ORDERS that this Discharge Order is effective from today's date and is not required to be issued and entered, provided that counsel to the Receiver shall have issued and

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entered this Discharge Order with the Court Office and circulate a copy of the issued and
entered Discharge Order to the Service List.

Justice Bergeron

Issuance on March 6, 2026

MERIDIAN CREDIT UNION LIMITED

Applicant

-and-

GARDEN VILLA RETIREMENT RESIDENCE INC.

Respondent

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ONTARIO
SUPERIOR COURT OF JUSTICE

PROCEEDING COMMENCED AT
OTTAWA

DISCHARGE ORDER

FOGLER, RUBINOFF LLP

Lawyers

Scotia Plaza

40 King Street West, Suite 2400

P.O. Box #215

Toronto, ON M5H 3Y2

Vern W. DaRe (LSO# 32591E)

vdare@foglers.com

Tel: 416.941.8842

Fax: 416.941.8852

Lawyers for BDO Canada Limited,
the Receiver