

**ONTARIO
SUPERIOR COURT OF JUSTICE**

BEFORE THE HONOURABLE
MADAM JUSTICE CORTHORN

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TUESDAY, the 3rd DAY
OF SEPTEMBER, 2024

B E T W E E N:

DUCA FINANCIAL SERVICES CREDIT UNION LTD.

Applicant

- and -

**ASHCROFT HOMES – 101 RICHMOND ROAD INC.,
ASHCROFT HOMES – 108 RICHMOND ROAD INC., AND ASHCROFT
HOMES – 111 RICHMOND ROAD INC.**

Respondents

ORDER

(Approval of Sales Process for Residential Units and Additional Properties)

THIS MOTION, made by BDO Canada Limited (“**BDO**”), in its capacity as the court-appointed receiver (the “**Receiver**”) of the assets, undertakings, and properties (the “**Property**”) of Ashcroft Homes – 101 Richmond Road Inc., Ashcroft Homes – 108 Richmond Road Inc. and Ashcroft Homes – 111 Richmond Road Inc. (the “**Debtors**”), appointed pursuant to an order of this court dated May 16, 2024, as amended and restated pursuant to the order of this court, dated September 3, 2024 (the “**Receivership Order**”), was heard this day, by videoconference, at the Courthouse located at 161 Elgin Street, Ottawa, Ontario.

ON READING the motion record of the Receiver including the First Report of the Receiver dated August 21, 2024 (the “**First Report**”), the responding motion record of DUCA Financial Services Credit Union Ltd. (“**DUCA**”) dated August 28, 2024, the Supplemental Report to First Report of the Receiver, dated August 30, 2024 (the “**Supplemental First Report**”), and on hearing submissions of counsel for DUCA (who advised that DUCA consents to the Sales Process Order), counsel for the Receiver, counsel for the Respondents (who advised that the Respondents neither



oppose nor consent to this Sales Process Order), and such other counsel listed on the Counsel Slip, no one else appearing although properly served as appears from the affidavits of service of Hanqiong (Joan) Xu affirmed August 19 & 26, 2024, and Amanda Campbell sworn August 22 & 30, 2024 filed,

SERVICE AND DEFINITIONS

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.
2. **THIS COURT ORDERS** that capitalized terms used in this order and not otherwise defined herein shall have the meanings ascribed to them in the First Report.

APPROVAL OF REPORT AND R&D

3. **THIS COURT ORDERS** that the First Report and the activities and conduct of the Receiver described therein be and are hereby approved.
4. **THIS COURT ORDERS** that the Receiver's interim statements of receipts and disbursements, as of August 18, 2024, be and are hereby approved.

APPROVAL OF SALES PROCESS

5. **THIS COURTS ORDERS** that the sales process (the "**Sales Process**") in respect of the Occupied Residential Units, the Vacant Residential Units, and the parking spaces, lockers and bike racks owned by the Debtors (collectively, the "**Residential Units and Additional Properties**"), as described in the First Report and the Supplemental First Report, is hereby approved and the Receiver is hereby authorized and directed to implement the Sales Process in respect of the Residential Units and Additional Properties pursuant to the terms thereof. The Receiver is hereby authorized and directed to do all things reasonably necessary or desirable to give full effect to the Sales Process and to perform its obligations thereunder, including entering into listing agreements with Colliers Macaulay Nicolls Inc., Brokerage ("**Colliers Brokerage**") to list the Residential Units and Additional Properties for sale, subject to prior approval of the court being obtained before completion of any transaction(s) under the Sales Process.

6. **THIS COURT ORDERS** that the Receiver and its affiliates, partners, directors, officers, employees, legal advisors, representatives, agents and controlling persons shall have no liability with respect to any and all losses, claims, damages or liabilities of any nature or kind to any person in connection with or as a result of the Sales Process, except to the extent of losses, claims, damages or liabilities that arise or result from the gross negligence or wilful misconduct of any such person (with respect to such person alone), in performing their obligations under the Sales Process, as determined by this court in a final order that is not subject to appeal or other review and all risk to seek any such appeal or other review shall have expired.

7. **THIS COURT ORDERS** that in overseeing the Sales Process, the Receiver shall have all of the benefits and protections granted to it pursuant to the Receivership Order, and any other order of this court in the within proceedings, or otherwise provided by law.

8. **THIS COURT ORDERS** that the Receiver may from time to time apply to this court for advice and directions in connection with the Sales Process or the implementation thereof.

PIPEDA

9. **THIS COURT ORDERS** that in connection with the Sales Process and pursuant to clause 7(3)(c) of the *Personal Information Protection and Electronic Documents Act* (Canada) and any similar legislation in any other applicable jurisdictions, the Receiver, Colliers Brokerage and their respective advisors are hereby authorized and permitted to disclose and transfer to prospective purchasers and their respective advisors personal information of identifiable individuals, but only to the extent required to facilitate diligence in respect of, negotiate or attempt to complete a transaction pursuant to the Sales Process (a “**Transaction**”). Each prospective purchaser to whom such personal information is disclosed shall maintain and protect the privacy of such information and limit the use of such information to its evaluation for the purpose of effecting a Transaction, and, if it does not complete a Transaction, shall return all such information to the Receiver, or, in the alternative, destroy all such information and provide confirmation of its destruction if requested by the Receiver. Any bidder with a successful bid shall maintain and protect the privacy of such information and, upon closing of the Transaction(s) contemplated in the successful bid(s), shall be entitled to use the personal information provided to it that is related to the Property acquired pursuant to the Sales Process in a manner that is in all material respects identical to the prior use

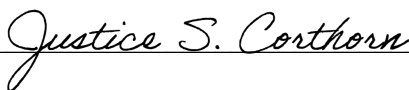
of such information by the Receiver, and shall return all other personal information to the Receiver, or ensure that all other personal information is destroyed and provide confirmation of its destruction if requested by the Receiver.

GENERAL

10. **THIS COURT ORDERS** that this order shall have full force and effect in all provinces and territories in Canada, outside Canada and against all Persons against whom it may be enforceable.

11. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, or any other jurisdiction, 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, to grant representative status to the Receiver in any foreign proceeding, or to assist the Receiver and its agents in carrying out the terms of this order.

12. **THIS COURT ORDERS** that this order and all of its provisions are effective as of 12:01 a.m. (Toronto time) on the date of this order without the need for entry or filing.



Issuance on September 5, 2024

DUCA FINANCIAL SERVICES CREDIT UNION LTD.
Applicant

-and-

ASHCROFT HOMES – 101 RICHMOND ROAD INC., et al.
Respondents

ONTARIO
SUPERIOR COURT OF JUSTICE
PROCEEDING COMMENCED AT OTTAWA

ORDER
(Approval of Sales Process for Residential Units)

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