

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE)
JUSTICE KIMMEL)
TUESDAY, THE 29TH
DAY OF JULY, 2025

THE TORONTO-DOMINION BANK

Applicant

- and -

JBT TRANSPORT INC., WAYDOM MANAGEMENT INC., MELAIR MANAGEMENT INC.,
HERITAGE TRUCK LINES INC., DRUMBO TRANSPORT LIMITED, HERITAGE NORTHERN
LOGISTICS INC., and HERITAGE WAREHOUSING & DISTRIBUTION INC.

Respondents

ORDER

THIS MOTION, made by BDO Canada Limited, in its capacity as the Court-appointed receiver (the “**Receiver**”) of all the assets, undertakings and properties of JBT Transport Inc., Waydom Management Inc., Melair Management Inc., Heritage Truck Lines Inc., Drumbo Transport Limited, Heritage Northern Logistics Inc., and Heritage Warehousing & Distribution Inc. (collectively, the “**Debtors**”), for an order approving the Receiver’s Second Report to the Court dated July 16, 2025 (the “**Second Report**”), and the activities and conduct of the Receiver as detailed therein; approving the fees and disbursements of the Receiver, the Receiver’s counsel, Harrison Pensa LLP, Dodick Landau Inc. and its counsel, Loopstra Nixon LLP (all as detailed in the Second Report) (the “**Professional Fees**”), and payment of same, be approved, and for other associated relief was heard this day by judicial teleconference via Zoom at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion dated July 17, 2025, the Second Report, and on hearing the submissions of counsel for the Receiver and all other counsel for such other parties in attendance at the hearing, all properly served, as it appears from the Affidavit of Service of Sydney Inghelbrecht sworn July 17, 2025, filed:

SERVICE

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

CAPITALIZED TERMS

2. **THIS COURT ORDERS** that capitalized terms not defined herein, shall have the meanings ascribed thereto in the Second Report.

REPORT AND ACTIVITIES OF THE RECEIVER

3. **THIS COURT ORDERS** that the Second Report and the activities and conduct of the Receiver, as set out in the Second Report, be and are hereby approved; provided, however, that only the Receiver, in its personal capacity only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

PROFESSIONAL FEES

4. **THIS COURT ORDERS** that the Professional Fees, and payment of same, be and are approved as follows:

- i) BDO Canada Limited for the period of March 4, 2025 to June 30, 2025 in the sum of \$417,384.42;
- ii) Harrison Pensa LLP for the period of March 5, 2025 to July 15, 2025 in the sum of \$88,886.61;
- iii) Dodick Landau Inc. for the period of January 20, 2025 to March 3, 2025 in the sum of \$101,212.72 and the payment of the sum owing of \$32,975.23; and,
- iv) Loopstra Nixon LLP for the period of February 3, 2025 to March 6, 2025 in the sum of \$31,095.35 and the payment of the sum owing of \$11,025.98.

SEALING

5. **THIS COURT ORDERS** that the Confidential Appendices to the Second Report be and are hereby sealed, pending the completion of the Transaction, or further Order of the Court.

GENERAL

6. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States, 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.

7. **THIS COURT ORDERS** that this Order and all of its provisions are effective from the date of this Order and is enforceable without any need for entry or filing.

Justice Kimmel, Ontario Superior Court of Justice

THE TORONTO-DOMINION BANK

-and-

JBT TRANSPORT INC., et al.

Applicant

Respondents

Court File No. CV-25-00737791-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO, ONTARIO

ORDER

HARRISON PENZA LLP

Barristers and Solicitors
130 Dufferin Avenue, Suite 1101
London, ON N6A 5R2

Timothy Hogan (LSO # 36553S)

Tel: (519) 679 9660

Fax: (519) 667 3362

thogan@harrisonpensa.com

Lawyers for the Receiver,
BDO Canada Limited