

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**In Bankruptcy & Insolvency**

IN THE MATTER OF THE PROPOSAL OF  
1552906 ONTARIO LIMITED  
OF THE CITY OF WINDSOR,  
IN THE PROVINCE OF ONTARIO

**NOTICE OF MOTION**

Rosen Goldberg Inc., in its capacity as proposal trustee (the “**Proposal Trustee**”) in connection with the Notice of Intention to File a Proposal (“**NOI**”) of 1552906 Ontario Limited (“**155**” or the “**Applicant**”) will make a Motion to a Judge, on Tuesday December 6, 2016 at the court house, 80 Dundas Street, London, Ontario.

**I. PROPOSED METHOD OF HEARING:**

The motion is to be heard orally.

**II. THIS MOTION IS FOR**

1. An Order approving the proposal of 155 (the “**Proposal**”).
2. Such further and other relief as counsel may advise and this Honourable Court may permit.

**III. THE GROUNDS FOR THIS MOTION ARE:**

1. On April 4, 2016, 155 filed a NOI pursuant to section 50.4 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B3 (the “**BIA**”).
2. On May 3, 2016, 155 filed a Proposal with the Proposal Trustee, which was subsequently filed with the Official Receiver on May 4, 2016.

3. On May 12, 2016, the Proposal Trustee gave notice to 155, to the Official Receiver and to every known creditor affected by the Proposal of the calling of a First Meeting of Creditors to be held on May 25, 2016 to consider the Proposal.
4. At the First Meeting of Creditors, the Proposal Trustee reported that on May 20, 2016, 155 received a letter from counsel to one of the Creditors, 803102 Ontario Limited (“803”). The letter requested that 155’s management contract with RV Investments Ltd. be disclaimed and advised that Dunn Management Co. Ltd. was prepared to provide management services in the place of the RV Investments Ltd.
5. The Creditors requested for the meeting to be adjourned in order to fully consider the issues addressed in the letter and such adjournment was granted.
6. The Proposal Trustee was subsequently advised that the Creditors of 155 did not agree to disclaim the contract nor to hire Dunn Management Co. Ltd. for management of the project.
7. On June 7, 2016, the Proposal Trustee gave notice to 155, to the Official Receiver and to every known creditor affected by the Proposal, of the calling of the Reconvened Meeting of Creditors to be held June 28, 2016, to consider the Proposal.
8. On June 28, 2016, at the Reconvened Meeting of Creditors, both classes of Creditors, as defined in the Proposal, accepted the terms of the Proposal, in accordance with the requirements of section 54(2)(d) of the BIA.
9. 803 voted against the Proposal.
10. Immediately following the meeting of creditors, counsel to 803 advised that 803 would oppose the motion for court approval of the Proposal.
11. The Proposal Trustee advised that since the meeting of creditors on June 28, 2016, there have been various communications between the parties in order to reach a resolution to resolve the issues amongst them. No resolution has been reached.
12. The Applicant now requires the approval of this Honourable Court of the said Proposal pursuant to the provisions of the BIA.

13. The terms of the Proposal are reasonable and are calculated to benefit the general bodies of creditors of 155.
14. No offences or facts have been proved to justify the Court withholding its approval of the Proposal.
15. Sections 58 and 59 and any other applicable section of the BIA;
16. The applicable sections of the Bankruptcy and Insolvency General Rules.
17. Such further and other grounds as counsel may advise and this Honourable Court may permit.

#### **IV. DOCUMENTARY EVIDENCE**

The following documentary evidence will be used at the hearing of the Motion:

1. The Affidavit of Service of Notice of Hearing for Court Approval;
2. The Report of the Trustee on Proposal dated November 11, 2016 and the exhibits thereto;
3. Such further and other material as counsel may advise and this Honourable Court may permit.

Dated: November 16, 2016

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TO: Office of the Superintendent in Bankruptcy  
Official Receiver's Office  
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London, ON N6A 5C9

IN THE MATTER OF THE PROPOSAL OF  
1552906 ONTARIO LIMITED  
OF THE CITY OF WINDSOR,  
IN THE PROVINCE OF ONTARIO

Estate No.: 35-2106711  
Court File No.: 35-2106711

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ONTARIO  
SUPERIOR COURT OF JUSTICE  
IN BANKRUPTCY AND INSOLVENCY

Proceeding commenced at LONDON

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**NOTICE OF MOTION**

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