

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

IN THE MATTER OF AN APPLICATION

pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B-3, as
am, section 101 of the *Courts of Justice Act*, R.S.O.1990, c.C.43 and the *Personal
Property Security Act*, R.S.O. c.P.10

THE HONOURABLE

JUSTICE *Chiappetta*

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MONDAY, THE 26th

DAY OF NOVEMBER, 2018

BETWEEN:



DAVINCI CAPITAL PARTNERS INC., in its capacity as trustee of DAVINCI
CAPITAL PRIVATE DEBT FUND

Applicant

and

THE CUSTOM FACTORY CANADA INC.
and ANTONIO PETOSA

Respondents

ORDER

(Approval of Second Report and Discharge of Receiver)

THIS MOTION, made by Link & Associates Inc., as Receiver of The Custom Factory Canada Inc. (the "Receiver") the Receiver for an Order (1) approving the activities of the Receiver as set out in the Second Report dated November 1, 2018 (the "Second Report"); (2) authorizing the Receiver to make a distribution to the Canada Revenue Agency pursuant to its deemed trust claim from remaining funds after payment of all final fees and disbursements of the Receiver and its

counsel; (3) approving the final statement of receipts and disbursements dated October 31, 2018; (4) approving the professional fees and disbursements of the Receiver and its counsel, including the costs to complete; and (5) discharging the Receiver upon payment of the amounts set out in the Second Report was heard this day at the court house, 330 University Avenue, 7th Floor, Toronto, Ontario, M5G 1R7.

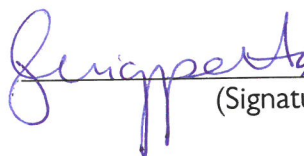
ON READING the Motion Record of the Court-Appointed Receiver, including the Second Report of the Receiver dated November 1, 2018, and the fee affidavits of Robert Link sworn on October 29, 2018, and Sanjay Kutty sworn November 1, 2018 and on hearing the submissions of counsel to the Receiver and other counsel present at the motion, no one else appearing although properly served according to the affidavit of service of Lenna McPherson, filed,

1. THIS COURT ORDERS that the activities of the Receiver, as set out in the Second Report, are hereby approved.
2. THIS COURT ORDERS that the final Statement of Receipts and Disbursements, dated October 31, 2018, and included as Exhibit F to the Second Report, is hereby approved.
3. THIS COURT ORDERS that the fees and disbursements of the Receiver, as set out in the Second Report and the fee affidavit of Robert Link, sworn October 29, 2018 (\$12,280 in fees, plus disbursements and HST), and the fee affidavit of Sanjay Kutty, sworn November 1, 2018 (\$1,248 in fees, plus disbursements and HST).
4. THIS COURT ORDERS that the costs to complete this receivership, being \$1,200 plus HST for the Receiver as set out in the fee affidavit of Robert Link, sworn October 29, 2018, and \$3,500

plus HST for counsel for the Receiver, as set out in the fee affidavit of Sanjay Kutty sworn November 1, 2018, are hereby approved.

5. THIS COURT ORDERS that following payment of the amounts set out in paragraphs 3 and 4 above, all residual funds shall be paid by the Receiver to the Canada Revenue Agency.

6. THIS COURT ORDERS that following payment of the amounts set out in paragraphs 3, 4, and 5 above, the Receiver shall be discharged as the Receiver for Custom Factory Canada Inc., 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 Link & Associates Inc., in its capacity as Receiver.



(Signature of Judge)

ENTERED AT / INSCRIT À TORONTO RCP E-59A (July 1, 2007)
ON / BOOK NO:
LE / DANS LE REGISTRE NO:

NOV 27 2018

PER / PAR: RW

IN THE MATTER OF AN APPLICATION pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B-3, as am, section 101 of the *Courts of Justice Act*, R.S.O. 1990, c.C.43 and the *Personal Property Security Act*, R.S.O. c.P.10

DAVINCI CAPITAL PARTNERS INC., in its capacity as trustee of -and- THE CUSTOM FACTORY CANADA INC. et al.
DAVINCI CAPITAL PRIVATE DEBT FUND
Applicant
Respondents

Court File No. CV-17-11742-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

PROCEEDING COMMENCED AT
TORONTO

ORDER
APPROVAL OF SECOND REPORT
AND DISCHARGE OF RECEIVER

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