



Court File No.: 33-2929085

**ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY**

THIS HONOURABLE) Tuesday the 23rd day of
JUSTICE KERSHMAN) January, 2024

**IN THE MATTER OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985,
c. B-3, AS AMENDED AND IN THE MATTER OF THE NOTICE OF INTENTION
TO MAKE A PROPOSAL OF LA SALLE MOTEL CO. (KINGSTON) LTD.,
A CORPORATION INCORPORATED UNDER THE LAWS OF ONTARIO**

**ORDER
(Amending Approval and Vesting Order dated September 27, 2023)**

THIS MOTION, made by La Salle Motel Co. (Kingston) Ltd. (the “**Applicant**” or the “**Vendor**”), to amend or vary the Approval and Vesting Order of the Honourable Mr. Justice Kershman dated September 27, 2023 (the “**AVO**”), which, among other things, approved the sale transaction (the “**Transaction**”) contemplated by an asset purchaser agreement (“**SISP APS**”) between the Vendor and Messrs. Ajay Jain and Pavel Abdur-Rahman for a corporation to be incorporated (the “**Purchaser**”) dated September 18, 2023 and vesting in the Purchaser all the Vendor’s right, title and interest in and to the Purchased Asset (as defined in the SISP APS), was heard this day by judicial videoconference via Zoom.

ON READING the Applicant’s Motion Record, and on hearing submissions of counsel to the Applicant, counsel for the Link & Associates Inc. in its capacity as Proposal Trustee (the “**Proposal Trustee**”) and such other counsel that were present, no one appearing for any other party, although duly served as appears from the Affidavit of Service of Bronwen Fancy, sworn January 22, 2024, filed:

1001 COURT OF JUSTICE
ONTARIO

DEFINITIONS

1. **THIS COURT ORDERS** that, except where otherwise explicitly stated herein, all capitalized terms used in this Order and not otherwise defined herein shall have the meanings ascribed to them in the AVO and further orders described and defined therein, as applicable.

NOTICE AND SERVICE

2. **THIS COURT ORDERS** that service of this Notice of Motion that the time for service of the motion record in respect of this motion is hereby abridged and validated so that the motion is properly returnable today, and that further service thereof is hereby dispensed with.

AMENDMENTS

3. **THIS COURT ORDERS** that the capitalized term "Purchaser" as defined in the preamble above and contained in the AVO as "Messrs. Ajay Jain and Pavel Abdur-Rahman for a corporation to be incorporated" shall be struck and replaced with the following meaning: "15472491 Canada Inc." The Application for Vesting Order, initially receipted as FC380683, shall include, as Owner, in the "Owner Field", 15472491 Canada Inc.

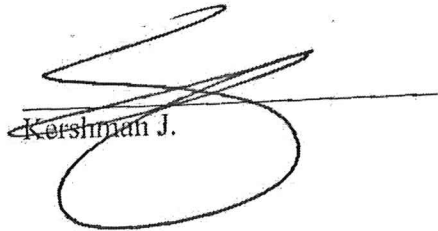
4. **THIS COURT ORDERS** that paragraph 4 of the AVO is hereby varied such that the Land Registrar is directed to delete and expunge from title to the Real Property all of the Claims as described in paragraph 3 of the AVO, including but not limited to:

Reg. Num.	Date	Instrument Type	Parties From	Parties To
FR323123	1979/06/22	NO SEC INTEREST		
FC356756	2022/08/08	APL Court Order	Ontario Superior Court of Justice	Peter Karkoulis
FC356757	2022/08/08	APL (General)	Peter Karkoulis	

FC366594	2023/02/07	CAU AGR PUR & SALE	La Salle Motel Co. (Kingston) Ltd.	100007386 Ontario Inc.
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GENERAL

5. **THIS COURT ORDERS** and directs that this Order shall be read in tandem with the AVO and included in the registration of an Application for a Vesting Order referenced at paragraph 4 of the AVO.


Kershman J.

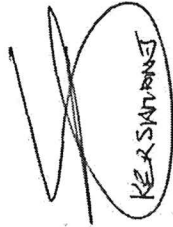
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Jan 23/20

Order to go as signed No one opposing the

Motions



KER SMITHEY

ONTARIO
SUPERIOR COURT OF JUSTICE

Proceeding commenced at Ottawa

MOTION RECORD

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File Number: 346075/000004

RCP-F 4C (September 1, 2020)

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