

Court File No. CV-19-615862-00CL  
Court File No. CV-19-616077-00CL  
Court File No. CV-19-616779-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,  
R.S.C. 1985 c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF **JTI-MACDONALD CORP.**

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF **IMPERIAL TOBACCO CANADA LIMITED**  
AND **IMPERIAL TOBACCO COMPANY LIMITED**

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF **ROTHMANS, BENSON & HEDGES INC.**

Applicants

---

**BRIEF OF AUTHORITIES**

**(Motion for Advice and Directions Regarding Appointment of Representative  
Counsel, Returnable December 6, 2019)**

---

December 4, 2019

**DAVIES WARD PHILLIPS & VINEBERG LLP**  
155 Wellington Street West  
Toronto, ON M5V 3J7

Jay Swartz (LSO# 15417L)  
JSwartz@dwpv.com  
Natasha MacParland (LSO# 42383G)  
NMacParland@dwpv.com  
**Lawyers for the ITCAN Monitor**

**CASSELS BROCK & BLACKWELL LLP**  
2100 Scotia Plaza, 40 King Street West  
Toronto, ON M5H 3C2

Shayne Kukulowicz (LSO# 30729S)  
skukulowicz@cassels.com  
Jane Dietrich (LSO# 49301U)  
jdietrich@cassels.com  
**Lawyers for the RBH Monitor**

**BLAKE, CASSELS & GRAYDON LLP**  
199 Bay Street Suite 4000,  
Commerce Court West  
Toronto, ON M5L 1A9

Pamela L. J. Huff (LSO# 27344V)  
pamela.huff@blakes.com  
Linc Rogers (LSO# 43562N)  
linc.rogers@blakes.com  
**Lawyers for the JTIM Monitor**

TO: **The Common Service List**

AND TO: **The Supplemental Service List**

Court File No. CV-19-615862-00CL  
Court File No. CV-19-616077-00CL  
Court File No. CV-19-616779-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,  
R.S.C. 1985 c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF **JTI-MACDONALD CORP.**

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF **IMPERIAL TOBACCO CANADA LIMITED**  
AND **IMPERIAL TOBACCO COMPANY LIMITED**

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF **ROTHMANS, BENSON & HEDGES INC.**

Applicants

**BRIEF OF AUTHORITIES  
INDEX**

1. *ATB Financial v. Metcalfe & Mansfield Alternative Investments II Corp*, 2008 ONCA 587, leave to appeal refused 2008 CarswellOnt 5432 (S.C.C.)
2. *Bridging Finance Inc. c. Béton Brunet 2001 Inc.*, 2017 QCCA 138
3. *Canadian Red Cross Society / Societe Canadienne de la Croix-Rouge, Re*, 1998 CarswellOnt 3346 (Gen. Div. [Commercial List]), leave to appeal refused 1998 CarswellOnt 5967 (C.A.)
4. *Canwest Global Communications Corp., Re*, 2009 CarswellOnt 9398 (S.C.J. [Commercial List])
5. *Canwest Publishing Inc. / Publications Canwest Inc., Re*, 2010 ONSC 1328 (S.C.J. [Commercial List])
6. *Cash Store Financial Services, Re*, 2014 ONSC 4567 (S.C.J.)
7. *Fraser Papers Inc., Re*, 2009 CarswellOnt 6169 (S.C.J. [Commercial List])

8. *Grace Canada Inc., Re*, 2008 CarswellOnt 6284 (S.C.J. [Commercial List])
9. *Labourers' Pension Fund of Central and Eastern Canada (Trustees of) v. Sino-Forest Corp.*, 2015 CarswellOnt 6975 (S.C.J. [Commercial List])
10. *League Assets Corp., Re*, 2013 BCSC 2043
11. *Montreal, Maine & Atlantic Canada Co., Re* (April 4, 2014), Doc. 450-11-000167-134 (Q.C.S.C.)
12. *Muscletech Research & Development Inc., Re*, 2006 CarswellOnt 720, (Ont. S.C.J. [Commercial List])
13. *Nortel Networks Corp., Re*, 2009 CarswellOnt 3028 (S.C.J. [Commercial List])
14. *Pearson v. Inco Ltd.*, [2001] O.J. No. 4877 (S.C.J.), leave to appeal to Div. Ct. refused [2002] O.J. No. 2134 (S.C.J.)
15. *Poseidon Concepts Corp. Re*, (May 31, 2013), Court File No. 1301-04364 (A.B.Q.B.), varied (December 17, 2014)
16. *Quadriga Fintech Solutions Corp. (Re)*, 2019 NSSC 65
17. *Sears Canada Inc., Re*, (January 25, 2018), Court File No. CV-17-11846-00CL (S.C.J. [Commercial List])
18. *Ted Leroy Trucking [Century Services] Ltd., Re*, 2010 SCC 60
19. *Urbancorp Toronto Management Inc., Re*, 2016 ONSC 5426 (S.C.J. [Commercial List])
20. *U.S. Steel Canada Inc., Re*, 2014 ONSC 6145 (S.C.J.)

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF **JTI-MACDONALD CORP.**  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF **IMPERIAL TOBACCO CANADA LIMITED** AND **IMPERIAL TOBACCO COMPANY LIMITED**  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF **ROTHMANS, BENSON & HEDGES INC.**

Court File No. CV-19-615862-00CL

Court File No. CV-19-616077-00CL

Court File No. CV-19-616779-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE**

PROCEEDING COMMENCED AT  
TORONTO

**BRIEF OF AUTHORITIES  
(Motion for Advice and Directions Regarding  
Appointment of Representative Counsel)**

**DAVIES WARD PHILLIPS & VINEBERG LLP**

155 Wellington Street West  
Toronto, ON M5V 3J7

Jay Swartz (LSO# 15417L)

[JSwartz@dwpv.com](mailto:JSwartz@dwpv.com)

Natasha MacParland (LSO# 42383G)

[NMacParland@dwpv.com](mailto:NMacParland@dwpv.com)

**Lawyers for the ITCAN Monitor**

**BLAKE, CASSELS & GRAYDON LLP**

199 Bay Street Suite 4000, Commerce Court West  
Toronto, ON M5L 1A9

Pamela L. J. Huff (LSO# 27344V)

[pamela.huff@blakes.com](mailto:pamela.huff@blakes.com)

Linc Rogers (LSO# 43562N)

[linc.rogers@blakes.com](mailto:linc.rogers@blakes.com)

**Lawyers for the JTIM Monitor**

**CASSELS BROCK & BLACKWELL LLP**

2100 Scotia Plaza, 40 King Street West  
Toronto, ON M5H 3C2

Shayne Kukulowicz (LSO# 30729S)

[skukulowicz@cassels.com](mailto:skukulowicz@cassels.com)

Jane Dietrich (LSO# 49301U)

[jdietrich@cassels.com](mailto:jdietrich@cassels.com)

**Lawyers for the RBH Monitor**