

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE) MONDAY, THE 23rd
JUSTICE HAINEY) DAY OF NOVEMBER, 2020



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 SEARS CANADA INC., 9370-2751
QUÉBEC INC., 191020 CANADA INC., THE CUT INC.,
SEARS CONTACT SERVICES INC., INITIUM LOGISTICS
SERVICES INC., 9845488 CANADA INC., INITIUM TRADING
AND SOURCING CORP., SEARS FLOOR COVERING
CENTRES INC., 173470 CANADA INC., 2497089 ONTARIO
INC., 6988741 CANADA INC., 10011711 CANADA INC.,
1592580 ONTARIO LIMITED, 955041 ALBERTA LTD.,
4201531 CANADA INC., 168886 CANADA INC., AND 3339611
CANADA INC.

(each, an "Applicant", and collectively, the "Applicants")

ORDER

THIS MOTION, made by Winners Merchants International L.P. ("Winners"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "CCA"), for a declaration that the stay of proceedings (the "Co-Tenancy Stay") provided in paragraph 15 of the Initial Order of the Honourable Mr. Justice Hainey dated June 22, 2017, as amended and restated on July 13, 2017 (the "Initial Order") and as extended by subsequent orders made in this proceeding, ceased to be of any force or effect as against Winners, and other relief,

proceeded by way of videoconference via Zoom at Toronto, Ontario, due to the COVID-19 crisis.

ON READING the Notice of Motion of Winners, the Affidavit of Dean Michaels, sworn September 1, 2020 and the exhibits attached thereto, and on hearing submissions for Winners, FTI Consulting Canada Inc., as Court-appointed Monitor, and such other counsel as were present, no one else appearing, although duly served as appears from the Affidavit of Service of Laura Herd sworn November 20, 2020.


1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record of Winners is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that the Co-Tenancy Stay is of no further force or effect as against Winners and Winners is accordingly entitled to exercise forthwith any rights that it may have against the landlord under its lease at Pen Centre, located at 221 Glendale Ave., St. Catherines, Ontario (the “**Winners Lease**”) arising from the failure of any of the Applicants to operate at Pen Centre (the “**Co-Tenancy Rights**”).
3. **THIS COURT DECLARES**, for greater certainty, that the Co-Tenancy Stay did not suspend or delay the running of any time periods that under the Winners Lease give rise to the exercise of Co-Tenancy Rights, and Winners is at liberty to exercise its Co-Tenancy Rights in accordance with the Winners Lease.
4. **THIS COURT ORDERS** that the provisions of this Order are not intended to grant upon the moving party, Winners, any greater rights than those provided in the Winners Lease.

5. **THIS COURT ORDERS** that there shall be no costs of this Motion.

A handwritten signature in black ink, appearing to read "Hawley J", written over a horizontal line.

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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 SEARS CANADA INC., 9370-2751 QUÉBEC INC.,
191020 CANADA INC., THE CUT INC., SEARS CONTACT SERVICES INC., INITIUM LOGISTICS SERVICES INC., INITIUM
COMMERCE LABS INC., INITIUM TRADING AND SOURCING CORP., SEARS FLOOR COVERING CENTRES INC., 173470
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PROCEEDING COMMENCED AT TORONTO

ORDER

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