

**ONTARIO
SUPERIOR COURT OF JUSTICE
[COMMERCIAL LIST]**

THE HONOURABLE)
)
JUSTICE MCEWEN) MONDAY THE 16TH DAY
) OF JUNE, 2014

BANK OF MONTREAL

Applicant

– and –

**NFC ACQUISITION GP INC., NFC ACQUISITION CORP.,
NFC ACQUISITION L.P., NEW FOOD CLASSICS and
NFC LAND HOLDINGS CORP.**

Respondents

ORDER (ACTIVITIES & FEES)

THIS MOTION made by FTI Consulting Canada Inc., in its capacity as court-appointed receiver (the “**Receiver**”) of all of the assets, undertakings and properties of NFC Acquisition GP Inc., NFC Acquisition L.P., NFC Acquisition Corp., New Food Classics and NFC Land Holdings Corp, for an order, *inter alia*, approving the fees and disbursements of the Receiver and its counsel, the details of which are more particularly set out in the eighth report of the Receiver, dated June 10, 2014 (the “**Eighth Report**”), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, the Eighth Report and the appendices thereto, filed; and, on hearing the submissions of counsel for the Receiver and Bank of Montreal, no one appearing for any other person on the service list, although properly served as appears from the Affidavit of Service of Karin Schwarz sworn June 12, 2014, filed:

Activities of the Receiver

1. **THIS COURT ORDERS** that the Eighth Report and the actions, conduct and activities of the Receiver described therein be and are hereby approved.


Fees of the Receiver

2. **THIS COURT ORDERS** that the fees in the amount of \$226,805.50 and disbursements in the amount of \$12,861.79 (plus applicable taxes of \$31,156.75 for a total of \$270,824.04) of FTI Consulting Canada Inc., in its capacity as Receiver, for the within proceedings, as set out in the Eighth Report and the Affidavit of Paul Bishop, sworn June 9, 2014 appended thereto, are hereby approved.

3. **THIS COURT ORDERS** that the fees in the amount of \$264,910.50 and disbursements in the amount of \$5,323.80 (plus applicable taxes of \$32,024.72 for a total of \$302,259.02) of Borden Ladner Gervais LLP, in its capacity as counsel to Receiver in the within proceedings, as set out in the Eighth Report and the Affidavit of Edmond Lamek sworn June 9, 2014, appended thereto, are hereby approved.

4. **THIS COURT ORDERS** that the fees in the amount of \$67,059.00 and disbursements in the amount of \$2,467.76 (plus applicable taxes of \$8,988.95 for a total of \$78,515.71) of Osler, Hoskin & Harcourt LLP, in its capacity as counsel to Receiver in the within proceedings, as set out in the Eighth Report and the Affidavit of Marc Wasserman sworn June 10, 2014, appended thereto, are hereby approved.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:


JUN 16 2014

BANK OF MONTREAL
Applicant and
NFC ACQUISITION GP INC., et al.
Respondents

Court File No: CV12-9616-00CL

Ontario
SUPERIOR COURT OF JUSTICE

Proceeding commenced at Toronto

ORDER (ACTIVITIES & FEES)

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