

BETWEEN:

THOMAS COOK CANADA INC.

- and -

SKYSERVICE AIRLINES INC.

Oct 29/10

Court File No. CV-10-8647-00CL

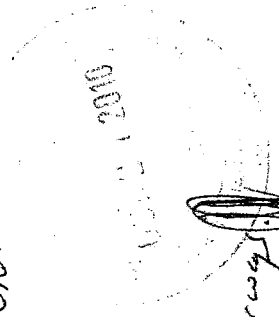
R. Stabile

for FTI Consulting

J. Willis

for Sunwing Tours Inc. re Thomson Airways

October 29, 2010.



The motion was not opposed. Having reviewed the record I am satisfied that the proposed assessment is reasonable in the circumstances. The Report of the Receiver outlines the steps taken to realize on the assets. I am satisfied that the Receiver has taken all necessary

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding Commenced at Toronto

MOTION RECORD
(Returnable October 29, 2010)

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#9717324

steps to ensure that ~~an~~ fair + reasonable
consideration
~~is~~ has been received for the
asset in question.

The ~~of~~ transaction is approved

Order to go in the form presented.

(Signature)