

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE ) FRIDAY, THE 23rd DAY  
)  
JUSTICE MORAWETZ ) OF SEPTEMBER, 2011

**IN THE MATTER OF THE RECEIVERSHIP OF  
SKYSERVICE AIRLINES INC.**

**B E T W E E N:**

**THOMAS COOK CANADA INC.**

**Applicant**

**- and -**

**SKYSERVICE AIRLINES INC.**

**Respondent**



**ORDER**

THIS MOTION, made by FTI Consulting Canada Inc. in its capacity as court-appointed receiver (the “**Receiver**”) of the undertaking, property and assets of Skyservice Airlines Inc. (“**Skyservice**”) for an order, among other things, approving a final distribution to Thomas Cook Canada Inc., on account of the principal portion of its secured claim, approving a settlement regarding the costs portion of such claim, approving the activities described in the Receiver’s reports filed since July 27, 2010 and approving the fees and disbursements of the Receiver and its legal counsel and heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Eleventh Report of the Receiver dated September 14, 2011 (the “**Eleventh Report**”) and the appendices thereto including the attached affidavits of Jamie T.

Engen and James Gage, and on hearing the submissions of counsel for the Receiver and those other parties present, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Swee Teen Yeoh sworn September 15, 2011 filed:

1. THIS COURT ORDERS that defined terms used herein have the meaning given in the Eleventh Report unless otherwise defined herein.
2. THIS COURT ORDERS that a final distribution of \$3,598,919.95 to Thomas Cook Canada Inc. on account of the principal portion of the Thomas Cook Secured Claim, together with a payment of \$160,000 on account of a settlement of legal costs claimed in the Thomas Cook Secured Claim and pursuant to paragraph 28 of the Order of the Honourable Mr. Justice Gans dated March 31, 2010, be and are hereby approved.
3. THIS COURT DECLARES that upon payment to Thomas Cook of the amounts described in paragraph 2, the Thomas Cook Secured Claim has been paid in full.
4. THIS COURT ORDERS that the fees and disbursements of the Receiver for the period from June 21, 2010 to August 31, 2011, totalling \$1,776,714.41 (excluding applicable taxes), be and are hereby approved.
5. THIS COURT ORDERS that the fees and disbursements of McCarthy Tétrault LLP, independent legal counsel to the Receiver, for the period from July 1, 2010 to August 31, 2011, totalling \$862,786.17 (excluding applicable taxes), be and are hereby approved.
6. THIS COURT ORDERS that the activities of the Receiver set out in all reports filed subsequent to the last approval of activities in the Order of the Court dated July 27, 2010, including the Eleventh Report, be and are hereby approved.



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PER/PAR 

IN THE MATTER OF THE RECEIVERSHIP OF SKYSERVICE AIRLINES INC.

B E T W E E N :

THOMAS COOK CANADA INC.

- and -

SKYSERVICE AIRLINES INC.

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

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Proceeding Commenced at Toronto

**ORDER**

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