

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE) THURSDAY, THE 16th DAY
MR. JUSTICE HAINEY) OF JUNE, 2016



MADELEINE BURNS, in her capacity as
Attorney for Property of Dellen Millard

Applicant

-and-

DELLEN MILLARD

Respondent

ORDER

THIS MOTION, made by the Applicant, Madeleine Burns (“**Burns**”), in her capacity as Attorney for Property for the Respondent, Dellen Millard (“**Millard**”), for an Order lifting the stay of proceedings granted pursuant to the Order of the Honourable Mr. Justice Newbould of the Ontario Superior Court of Justice (Commercial List) dated November 13, 2015 (the “**Appointment Order**”) to permit the Proposed Assignment (as defined below), execution of the Subordination Agreement (as defined below) and distribution of the proceeds to legal counsel to Millard and Burns, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Affidavit of Madeleine Burns sworn June 9, 2016 (the “**Burns Affidavit**”) and the First Report of the Receiver dated June 14, 2016 (the “**Receiver’s First Report**”) and on hearing the submissions of counsel for Burns and counsel for the Receiver, no one appearing for any other person on the service list, although duly served as appears from the affidavit of Chloe Eng sworn on June 10, 2016,

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion herein is hereby abridged and validated so that this motion is properly returnable and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that capitalized terms used herein and not otherwise defined shall have the meaning ascribed to them in the Burns Affidavit.

3. **THIS COURT ORDERS** that the stay of proceedings granted pursuant to the Appointment Order shall be partially lifted for the sole purpose of permitting:

(a) the Estate of Wayne Millard to take an assignment from Dellen Millard (the “**Proposed Assignment**”) of up to \$75,000 of the shareholder loans owing to Millard by Millard Properties Inc. (the “**Shareholder Loan**”) in consideration of a cash payment in the same amount as the Assigned Indebtedness to Burns, to be used solely to fund Millard's ongoing legal fees incurred in defending the Criminal Charges and to pay the legal fees of Burns, in her capacity as Attorney for Property, in connection with this proceeding;

(b) execution of an agreement pursuant to which the balance of the Shareholder Loan shall be subordinated in favour of the Assigned Indebtedness; and

(c) distribution of the proceeds of the Assigned Indebtedness received by Burns to Millard's criminal counsel as set out in the Burns Affidavit and to pay the legal fees of Burns, in her capacity as Attorney for Property, in connection with this proceeding.

4. **THIS COURT ORDERS** that the Receiver's First Report and the conduct and activities of the Receiver set out therein be and are hereby approved.

5. **THIS COURT ORDERS** that the Applicant shall have her costs of this motion, up to and including entry and service of this Order, and such costs shall be paid by the Receiver from the Debtor's estate in accordance with paragraph 18 of the Appointment Order.

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

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

JUN 16 2016

PER / PAR:

A handwritten signature in blue ink, appearing to be a stylized initial or name.

MADELEINE BURNS in her capacity as Attorney for Property of
Dellen Millard

-and- DELLEN MILLARD

Applicant

Respondent

Court File No. CV-15-11177-00

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO

**ORDER
(DATED JUNE 16, 2016)**

Fogler, Rubinoff LLP

77 King Street West
Suite 3000
P.O. Box 95
Toronto-Dominion Centre
77 King Street West, Suite 3000
Toronto, ON M5K 1G8

Gregory R. Azeff (LSUC# 45324C)

Tel: 416-365-3716 / Email: gazeff@foglers.com

Stephanie De Caria (LSUC# 68055L)

Tel: 416-864-1278 / Email: sdecaria@foglers.com

Fax: 416-941-8852

Lawyers for the Applicant