

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

**IN THE MATTER OF THE NOTICE OF INTENTION TO
MAKE A PROPOSAL OF CANADIAN UNION
PROMOTIONS INC., A CORPORATION INCORPORATED
UNDER THE *CANADIAN BUSINESS CORPORATIONS ACT***

ENDORSEMENT

R. Brendan Bissell and Joel Turgeon (student at law) for Canadian Union Promotions Inc. (“CUP”)

Ian Aversa and Jeremy Nemers, for Royal Bank of Canada (“RBC”)

Graham Phoenix, for Crowe Soberman Inc. in its capacity as trustee of the proposal

Hans. Rizarri and Daniel Posner of Crowe Soberman Inc., trustee of the proposal [not counsel]

The emails for those attending are as follows:

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gphoenix@loonix.com; hans.rizarri@crowesoberman.com; daniel.posner@crowesoberman.com

The parties consented to an endorsement on the following terms:

1. The motion by CUP is granted in part as set out in the form of the order signed.
2. The motion by RBC is adjourned to the next hearing in this matter, which is set for December 7, 2020 at 9:00 am for one hour, before me.
3. There shall be no super-priority charge to the security interest of RBC in these proceedings, and both CUP and the Proposal Trustee are precluded going forward from seeking a super-priority charge to the interests of RBC in these proceedings.

4. CUP and the Proposal Trustee shall give RBC or its agents access during regular business hours on one day's notice for the purpose of inspecting and appraising the chattels subject to the RBC leases.
5. CUP shall pay the amounts owing for the RBC leases that come due in October within 7 calendar days of the date of this endorsement, and CUP shall pay future amounts for the said leases as they come due.
6. The parties reserve all of their rights on the next hearing on December 7, 2020, including the process points raised by RBC and how the disposition of CUP's property should be realized, such that, for greater certainty, the approval of the sale process today is not dispositive as to how such disposition should be ordered.
7. The confidential appendix to the Second Report of the Proposal Trustee dated October 21, 2020, and confidential Exhibits "D" and "F" to the affidavit of Shy Jacoby sworn October 16, 2020 (including for greater certainty as contained in the Compendium of CUP dated October 16, 2020) shall be sealed pending completion of a sale process or further order of the court, due to the harm that may occur to stakeholders of CUP if such materials are made public beforehand.


