

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE

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WEDNESDAY, THE 25<sup>th</sup>

JUSTICE

*CONWAY*

DAY OF SEPTEMBER, 2019



**IN THE MATTER OF THE NOTICES OF INTENTION TO MAKE A PROPOSAL OF GREEN EARTH ENVIRONMENTAL PRODUCTS, A GENERAL PARTNERSHIP ESTABLISHED IN THE PROVINCE OF ONTARIO, AND GREEN EARTH STORES LTD., A CORPORATION INCORPORATED IN THE PROVINCE OF ONTARIO**

Applicants

**ORDER**

**(RE: APPROVAL OF FEES & CONDUCT, INTERIM STATEMENT OF RECEIPTS & DISBURSEMENTS AND SEALING)**

**THIS MOTION**, made by Crowe Soberman Inc. ("Crowe"), in its capacity as the Receiver (in such capacity, the "Receiver") of all of the assets, undertakings and properties of each of Green Earth Environmental Products ("GEEP") and Green Earth Stores Ltd. ("GESL" and collectively with GEEP, the "Applicants") pursuant to the *Bankruptcy and Insolvency Act* R.S.C. 1985, c. B-3, as amended (the "BIA"), for an Order, (i) approving the first Report of the Receiver dated September 19, 2019 (the "First Report") and the activities of the Receiver described therein, (ii) approving the fees of the Receiver and its counsel Stikeman Elliott LLP, (iii) approving the Receiver's Interim Statement of Receipts and Disbursements for each of GEEP and GESL, and (iv) sealing the confidential appendices to the First Report, was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion of the Receiver and the First Report, which includes, among other appendices, the Fee Affidavit of Graeme Hamilton and the Fee Affidavit of Elizabeth Pillon (the "Fee Affidavits"), and on hearing the submissions of counsel for the Receiver, counsel for the Applicants, and such other counsel as were present as indicated on the Counsel Slip, no one else appearing although duly served as appears from the Affidavit of Service of Sanja Sopic sworn September 20, 2019, filed,

## **SERVICE**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion, the Motion Record and the First Report is hereby abridged and validated such that this Motion is properly returnable today, and further service of the Notice of Motion, the Motion Record and First Report is hereby dispensed with.

## **APPROVAL OF FIRST REPORT**

2. **THIS COURT ORDERS** that the First Report and the activities and conduct of the Receiver described therein are hereby approved, provided, however, that only the Receiver in its personal capacity and only with respect to its own personal liability, shall be entitled to rely on or utilize in any way such approvals.

## **APPROVAL OF RECEIVER'S INTERIM STATEMENT OF RECEIPTS & DISBURSEMENTS**

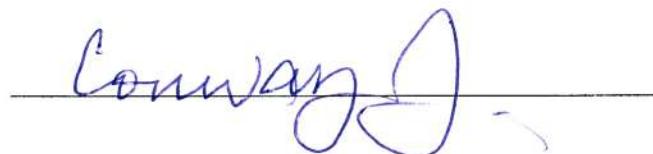
3. **THIS COURT ORDERS** that the Receiver's Interim Statements of Receipts and Disbursements for each of GEEP and GESL, for the periods of June 18, 2019 to September 17, 2019, are hereby approved.

## **APPROVAL OF FEES OF RECEIVER AND ITS COUNSEL**

4. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and the Receiver's counsel, Stikeman Elliot LLP, as detailed in the Fee Affidavits are hereby approved.

## **SEALING**

5. **THIS COURT ORDERS** that the Confidential Appendices to the First Report, consisting of the unredacted Listing Agreement, the CBRE Building Tour Matrix, the unredacted Agreement of Purchase and Sale, the First Mortgage, the Appraisal and the unredacted CBRE opinion, filed with the Court on a confidential basis in respect of this motion, be and are hereby sealed and shall not form part of the public record, pending further Order of the Court.

A handwritten signature in blue ink, appearing to read "Conway", is written over a horizontal line. The signature is fluid and cursive, with a large, stylized letter "O" in the middle.

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**ONTARIO**  
**SUPERIOR COURT OF JUSTICE - COMMERCIAL**  
**LIST**

Proceeding commenced at Toronto

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**ORDER**  
**(RE:APPROVAL OF FEES & CONDUCT, INTERIM**  
**STATEMENT OF RECEIPTS & DISBURSEMENTS**  
**AND SEALING)**  
**(SEPTEMBER 25, 2019)**

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