

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) THURSDAY, THE 5TH
)
JUSTICE CONWAY) DAY OF DECEMBER, 2024

**IN THE MATTER OF THE *COMPANIES' CREDITORS
ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF ORIGINAL TRADERS ENERGY
LTD. AND 2496750 ONTARIO INC. (each, an "Applicant"
and collectively, the "Applicants")**

**ORDER
(Transition Order)**

THIS MOTION, made by KPMG Inc., in its capacity as the monitor (in such capacity, the "**Monitor**") of the Applicants, OTE Logistics LP and Original Traders Energy LP (collectively with the Applicants, the "**OTE Group**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**", and these proceedings, the "**CCAA Proceedings**") for an order, among other things, requiring that, notwithstanding any bankruptcy filing by any of the entities of the OTE Group, these CCAA proceedings shall remain extant until a termination order is sought and approved by this Court, was heard this day by judicial videoconference via Zoom in Toronto, Ontario.

ON READING the Motion Record of the Monitor, including the Eleventh Report of the Monitor dated October 17, 2024 and the Supplement to the Eleventh Report of the Monitor dated November 29, 2024 and on hearing the submissions of counsel for the Monitor and those other parties listed on the counsel slip, no one else appearing although duly served as it appears from the affidavits of service, filed.

SERVICE

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

DEFINED TERMS

2. **THIS COURT ORDERS** that capitalized terms used within this Order and not expressly defined herein shall have the meanings set forth in the Eleventh Report.

EFFECT OF BANKRUPTCY FILING

3. **THIS COURT ORDERS** that the bankruptcy estates of any of the OTE Group Entities in respect of which an assignment in bankruptcy has been filed and for which KPMG Inc. has been appointed as trustee in bankruptcy in accordance with the Enhanced Powers Order and the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 (in such capacity, the “**OTE Bankruptcy Trustee**”) may be consolidated for administrative purposes only, and such estates shall not be substantively consolidated unless otherwise ordered by the Court.

4. **THIS COURT ORDERS** that KPMG Inc. and its counsel shall keep separate dockets for the activities undertaken as Monitor and OTE Bankruptcy Trustee and counsel to the Monitor and counsel to the OTE Bankruptcy Trustee, as applicable.

5. **THIS COURT ORDERS** that, notwithstanding the Monitor’s filing of an assignment of bankruptcy on behalf of any of the OTE Group Entities, these CCAA proceedings shall remain extant, and KPMG Inc. shall remain Monitor for all of the OTE Group Entities, until (i) this Court grants an Order dealing with the termination of these CCAA proceedings (the “**Termination Order**”), and (ii) following the issuance of the Termination Order, the Monitor files a certificate with this Court certifying that all matters necessary to attend to in these CCAA proceedings have been completed (the “**Termination Certificate**”).

6. **THIS COURT ORDERS** that, in its capacity as OTE Bankruptcy Trustee of each OTE Group Entity assigned into bankruptcy, KPMG Inc. shall have the benefit of all powers and protections provided under the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, and that in its capacity as Monitor, KPMG Inc. shall continue to have the benefit of all powers and protections

in favour of the Monitor pursuant to the CCAA and the Orders granted by this Court in these CCAA proceedings (including, without limitation, pursuant to the Initial Order dated January 30, 2023 (the “**Initial Order**”), the Amended and Restated Initial Order dated February 9, 2023 (the “**ARIO**”), the Enhanced Powers Order, and the Mareva Order dated January 16, 2024 (the “**Mareva Order**”)).

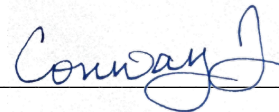
7. **THIS COURT ORDERS** that, until the Termination Certificate is filed, all Orders granted by this Court in these CCAA proceedings (including, without limitation, the Initial Order, the ARIO, the Enhanced Powers Order, and the Mareva Order) shall remain in full force and effect.

GENERAL

8. **THIS COURT ORDERS** that the Monitor and, if appointed in such capacity, the OTE Bankruptcy Trustee may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

9. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States, or any other jurisdiction, to give effect to this Order and to assist the Monitor and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Monitor and its respective agents in carrying out the terms of this Order.

10. **THIS COURT ORDERS** that this Order is effective as of 12:01am EST on the date of this Order without the need for entry or filing.

A handwritten signature in blue ink, appearing to read 'Conway J.', is written above a horizontal line.

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, C. C-36, AS AMENDED
AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF ORIGINAL TRADERS ENERGY LTD. AND
2496750 ONTARIO INC.

Court File No. CV-23-00693758-00CL

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

Proceedings commenced in Toronto

**ORDER
(Transition Order)**

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Appendix “D”