

# TAB 3

Court File No. CV-23-00709183-00CL

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

THE HONOURABLE	)	TUESDAY, THE 1 <sup>st</sup>
	)	
JUSTICE CONWAY	)	DAY OF APRIL, 2025

**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 CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

**PEOPLES TRUST COMPANY**

**Applicant**

**AND**

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

**Respondents**

**ORDER  
(Class Action Settlement Approval)**

**THIS MOTION**, made by KPMG Inc., in its capacity as Court-appointed monitor of the Respondents (in such capacity, the “**Monitor**”), pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), for an order, *inter alia*, approving and giving effect to the settlement agreement (the “**Settlement Agreement**”) attached

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as Appendix “D” to the Sixth Report of the Monitor dated March 25, 2025 (the “**Sixth Report**”) was heard by videoconference on April 1, 2025.

**ON READING** the Motion Record of the Monitor, the Sixth Report, and the Endorsement of the Honourable Justice J.T. Akbarali dated February 21, 2025 in the proceedings bearing court file number CV-21-0065193-00CP, and on hearing the submissions of counsel for the Monitor, counsel for the Applicant, counsel for HWS Consulting Inc., in its capacity as the Chief Restructuring Officer of the Respondents (the “**CRO**”), counsel for Peoples Trust Company, Class Counsel, and those other parties present, no one else appearing although duly served as appears from the Affidavit of Service of Marleigh Dick affirmed March ●, 2025,

#### **SERVICE AND DEFINITIONS**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that all capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Sixth Report or the Settlement Agreement, as applicable.

#### **SETTLEMENT APPROVAL**

3. **THIS COURT ORDERS** that the Settlement Agreement, including the amounts to be paid in accordance with the terms thereof, is hereby approved, with such minor amendments as the parties to the Settlement Agreement may agree upon in writing with the consent of the Monitor, and that the parties to the Settlement Agreement are hereby authorized and empowered to enter into the Settlement Agreement, *nunc pro tunc*, and to comply with the terms thereof.

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4. **THIS COURT ORDERS** that the Respondents and the Monitor are hereby authorized and empowered to take such additional steps and execute such additional documents as may be necessary or desirable for the implementation of the Settlement Agreement and the Class Action Settlement.

5. **THIS COURT ORDERS** that the releases contemplated by the terms of the Settlement Agreement are hereby authorized and approved.

6. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of the CCAA Proceedings;
- (b) any applications for any bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the “**BIA**”) in respect of one or more of any of the Respondents or any of their respective predecessors, successors or heirs (collectively, the “**Identified Parties**”);
- (c) any bankruptcy order issued pursuant to any such applications or any subsequent assignment in bankruptcy made in respect of any of the Identified Parties; and
- (d) any provisions of any federal or provincial legislation,

the entering into of the Settlement Agreement and the completion of the Class Action Settlement shall be binding on any trustee in bankruptcy that is now or that may be appointed in respect of any of the Identified Parties and shall not be void or voidable by creditors of any of the Identified Parties, nor shall they constitute nor be deemed to be fraudulent preferences, assignments, fraudulent conveyances, transfers at undervalue or other reviewable transactions under the BIA,

the CCAA or any other applicable federal or provincial legislation, nor shall they constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial laws.

7. **THIS COURT ORDERS** that the Monitor, in addition to its prescribed rights, duties, responsibilities and obligations under the CCAA and any other Orders in these proceedings, is hereby directed and empowered to take such other actions and fulfill such other roles as are contemplated by the Settlement Agreement, or this Order, and the Monitor may, at any time and from time to time, seek further direction of the Court with respect to its duties or other matters in respect thereof.

8. **THIS COURT ORDERS** that in carrying out the terms of the Settlement Agreement and/or this Order, the Monitor: (a) shall have all the protections provided to it as an officer of the Court, including the protections granted pursuant to the CCAA and other Orders granted in the CCAA proceedings, including the stay of proceedings, in its favour; and (b) shall incur no liability or obligation as a result of carrying out any duties or work in connection with the Settlement Agreement and/or this Order, save and except for any gross negligence or wilful misconduct on its part.

#### **GENERAL**

9. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada.

10. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Applicant, the Respondents, the Monitor and their respective

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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 Applicant, to the Respondents and 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 Applicant, the Respondents and the Monitor and their respective agents in carrying out the terms of this Order.

11. **THIS COURT ORDERS** that each of the Applicant, the Respondents and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

12. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Standard/Daylight Time on the date of this Order without the need for entry or filing.

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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  
CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL  
CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC.,  
SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST

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

PROCEEDING COMMENCED AT TORONTO

**ORDER  
(Class Action Settlement Approval)**

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Counsel to KPMG Inc., in its capacity as Monitor

# TAB 4

Court File No. CV-23-00709183-00CL

**ONTARIO  
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(COMMERCIAL LIST)**

THE HONOURABLE	)	TUESDAY, THE 1 <sup>st</sup>
	)	
JUSTICE CONWAY	)	DAY OF APRIL, 2025

**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 CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

**PEOPLES TRUST COMPANY**

**Applicant**

**AND**

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

**Respondents**

**ORDER**

**(Fifth Stay Extension, Fourth DIP Amendment and Other Relief)**

**THIS MOTION**, made by KPMG Inc., in its capacity as Court-appointed monitor of the Respondents (in such capacity, the “**Monitor**”), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), for an order, among other things, extending the Stay Period (as defined in the Amended and Restated Initial Order made in

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these CCAA proceedings dated November 17, 2023, the “**ARIO**”), was heard by videoconference on April 1, 2025.

**ON READING** the Motion Record of the Monitor, the Sixth Report of the Monitor dated March 25, 2025 (the “**Sixth Report**”) and the affidavit of Josef Prospero sworn March 25, 2025 (the “**March 25 Prospero Affidavit**”), and on hearing the submissions of counsel for the Monitor, counsel for the Applicant, counsel for HWS Consulting Inc., in its capacity as Chief Restructuring Officer of the Respondents (the “**CRO**”), counsel for Peoples Trust Company, and those other parties present, no one else appearing although duly served as appears from the Affidavit of Service of Marleigh Dick affirmed March ●, 2025,

#### **SERVICE AND DEFINITIONS**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that all capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Sixth Report.

#### **STAY EXTENSION**

3. **THIS COURT ORDERS** that the Stay Period is hereby extended until and including July 4, 2025.

#### **FOURTH DIP AMENDMENT**

4. **THIS COURT ORDERS** that paragraph 39 of the ARIO, as amended by the Second Stay Extension Order granted by this Court in the CCAA Proceedings on May 7, 2024, the Third Stay

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Extension Order granted by this Court in the CCAA Proceedings on September 25, 2024, and the Fourth Stay Extension Order granted in the CCAA Proceedings on January 9, 2025, is hereby amended by replacing the reference to “\$30,000,000” with “\$34,000,000” such that, after giving effect to such amendment, paragraph 39 of the ARIO shall provide as follows:

**THIS COURT ORDERS** that the Respondents are hereby authorized and empowered to obtain and borrow under a credit facility from the Applicant (in such capacity, the “**DIP Lender**”) in order to finance the Respondents’ working capital requirements and restructuring costs, provided that borrowings under such credit facility shall not exceed \$34,000,000 unless permitted by further Order of this Court.

5. **THIS COURT ORDERS** that the Fourth DIP Amendment is hereby approved, and that the Respondents are hereby authorized and empowered to enter into the Fourth DIP Amendment, *nunc pro tunc*, subject to such minor amendments as may be acceptable to the Respondents, in consultation with the Monitor, and the Applicant.

6. **THIS COURT ORDERS** that all references to “DIP Agreement” in the ARIO shall be deemed to be references to the DIP Agreement as amended by the First DIP Amendment, the Second DIP Amendment, the Third DIP Amendment, and the Fourth DIP Amendment.

#### **GENERAL**

7. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada.

8. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Applicant, the Respondents, the Monitor and their respective 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 Applicant, to the Respondents and 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 Applicant, the Respondents and the Monitor and their respective agents in carrying out the terms of this Order.

9. **THIS COURT ORDERS** that each of the Applicant, the Respondents and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

10. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Standard/Daylight Time on the date of this Order without the need for entry or filing.

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IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985,  
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**ONTARIO  
SUPERIOR COURT OF JUSTICE  
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PROCEEDING COMMENCED AT TORONTO

**ORDER  
(Fifth Stay Extension, Fourth DIP Amendment and Other Relief)**

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Counsel to KPMG Inc., in its capacity as Monitor

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

PROCEEDING COMMENCED AT TORONTO

**MOTION RECORD  
(Class Action Settlement Approval Order)**

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