

SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTREAL

No: **500-11-060613-227**

DATE: **June 30, 2022**

PRESIDING: THE HONOURABLE MARIE-ANNE PAQUETTE, CHIEF JUSTICE, S.C.Q.

**IN THE MATTER OF THE ARRANGEMENT OR COMPROMISE OF:
RISING PHOENIX INTERNATIONAL INC.**

- and -

10864285 CANADA INC.

- and -

11753436 CANADA INC.

- and -

CDSQ IMMOBILIER INC.

- and -

COLLÈGE DE L'ESTRIE INC.

- and -

ÉCOLE D'ADMINISTRATION ET DE SECRÉTARIAT DE LA RIVE SUD INC.

- and -

9437-6845 QUÉBEC INC.

- and -

9437-6852 QUÉBEC INC.

Applicants

- and -

RICHTER INC.

Monitor

ORDER EXPANDING POWERS OF THE MONITOR

ON READING the *Application for the Issuance of an Order Expanding the Powers of the Monitor* (the “**Application**”) made by Richter Inc. (“**Richter**” or the “**Monitor**”) pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, C-36 (as amended the “**CCAA**”), the exhibits and the affidavit filed in support thereof (the “**Application**”), and relying upon the submissions of counsel present at the hearing on the Application and being advised that the interested parties, including secured creditors who are likely to be affected by the charges created herein were given prior notice of the presentation of the Application;

GIVEN the Initial Order rendered by this Court on January 6, 2022 (as amended and restated, the “**Initial Order**”), ordering, *inter alia*, a stay of all proceedings and remedies taken or that might be taken in respect of the Applicants or any of their property, except as otherwise set for the in the First Day Initial Order or as otherwise permitted by law, until January 14, 2022 (as further defined in the First Day Order and extended from time to time, the “**Stay Period**”);

GIVEN the provisions of the CCAA;

WHEREFORE, THE COURT:

1. **GRANTS** the Application.
2. **ORDERS** that capitalized terms not otherwise defined herein shall have the meaning given to them in the Initial Order.

Service

3. **DECLARES** that sufficient prior notice of the presentation of the Application has been given by the Applicants to interested parties, including the secured creditors who are likely to be affected by the charges created herein.

Effective Time

4. **DECLARES** that this Order and all of its provisions are effective as of 12:01 a.m. Montreal time, province of Quebec, on the date of this Order (the “**Effective Time**”).

Enhancement of Monitor's Powers

5. **DECLARES** that, notwithstanding paragraph 13 of the Initial Order, the Monitor is hereby empowered, authorized and directed to take into custody and control the immovable property of the Applicants listed in **Schedule A** hereto (collectively, the "**Buildings**"), for the sole purpose of obtaining and maintaining property insurance for the Buildings.
6. **DECLARES** that subject to the powers granted to the Monitor pursuant to the terms of paragraph 5 hereof, nothing herein shall require the Monitor to occupy or to take control, or to otherwise manage all or any part of the property of the Applicants, including the Buildings, and the Monitor shall not, as a result of this Order, be deemed to be in possession of any of the Buildings within the meaning of any applicable environmental legislation.
7. **ORDERS** that notwithstanding the provisions of any federal or provincial law, the Monitor is released from any personal liability for environmental conditions that arose or environmental damage that occurred in relation to the Buildings, including any Building that may be contaminated or may itself be a contaminant or pollutant or that may cause or contribute to a spill, discharge, release, or deposit of any substance, in contravention of any federal, provincial or other legislation for the protection, conservation, improvement, decontamination or restoration of the environment or relating to the disposal of waste or any other contaminant, occurring before or after the Monitor's appointment, except for any liability arising from the Monitor's gross negligence or willful misconduct.
8. **DECLARES** that this Order and all other orders in these proceedings shall have full force and effect in all provinces and territories in Canada.
9. **ORDERS** the provisional execution of the Order notwithstanding any appeal.
10. **THE WHOLE** without costs.

Montreal, June 30, 2022

THE HONOURABLE MARIE-ANNE PAQUETTE, J.C.S.

Schedule A

Description of the Immovable Property of the Applicants

"Buildings" means the following properties:

1. Lot number 1 030 881 of the Cadastre of Quebec, Registration Division of Sherbrooke, and the immovable bearing civic address 29-37 Rue Wellington North, Sherbrooke, Quebec.
2. Lot number 3 222 006 of the Cadastre of Quebec, Registration Division of Chambly, and the immovable bearing civic address 174 Sainte-Foy Blvd., Longueuil, Quebec.
3. Lot number 3 224 001 of the Cadastre of Quebec, Registration Division of Chambly, and the immovable bearing civic address 910 Boul. Curé Poirier W., Longueuil, Quebec.