

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

**THE HONOURABLE MR.
JUSTICE NEWBOULD**

)
)
)

**THURSDAY, THE 15th
DAY OF OCTOBER, 2015**



**IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*,
R.S.C. 1985, c. B-3, AS AMENDED**

**AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL
OF ONE KENTON ALZHEIMER CENTER FOR EXCELLENCE (NON-PROFIT) INC.**

ORDER

THIS MOTION, made by One Kenton Alzheimer Center For Excellence (Non-Profit) Inc. and B'Nai Brith Hillel of Toronto Inc. (collectively, the "**Kenton Group**" or the "**Applicants**"), for an order, among other things, extending the time for the Kenton Group to file a proposal pursuant to section 50.4(9) of the *Bankruptcy and Insolvency Act* (Canada), R.S.C. 1985, c. B-3, as amended ("**BIA**"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, the affidavit of Michael Mostyn sworn October 8, 2015 (the "**Third Mostyn Affidavit**"), and the third report of A. Farber & Partners Inc. in its capacity as proposal trustee of the Kenton Group (the "**Proposal Trustee**") dated October 9, 2015 (the "**Third Report**") and on hearing the submissions of counsel for the Kenton Group and the Proposal Trustee, no one else appearing although duly served as appears from the affidavit of service of Danish Afroz sworn October 8, 2015, filed.

SERVICE

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.

EXTENSION OF TIME TO FILE PROPOSAL

2. **THIS COURT ORDERS** that the time for the filing of a proposal by each of the Applicants is hereby extended in accordance with section 50.4(9) of the BIA to and including November 16, 2015.

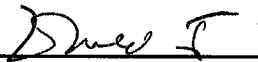
APPROVAL OF THE SUPPLEMENT TO THE DIP TERM SHEET

3. **THIS COURT ORDERS** that the execution by the Kenton Group of the Supplement to the DIP Term Sheet (as hereinafter defined) is hereby approved, *nunc pro tunc*, and the Kenton Group is hereby authorized and empowered to perform its obligations under the Supplement to the DIP Term Sheet entered into among the Kenton Group, as borrowers, and The Bank of Nova Scotia, as lender (in such capacity, the "**DIP Lender**"), provided that borrowings under such credit facility shall not exceed the principal amount of \$500,000 unless permitted by further Order of this Court.

4. **THIS COURT ORDERS** that, in addition to the terms and conditions approved by the Order of Justice Newbould dated June 26, 2015, such credit facility shall be on the terms and subject to the conditions set forth in the Supplement to the Interim Financing Facility Terms and Conditions between the Kenton Group and the DIP Lender dated as of October 5, 2015, and appended to the Third Mostyn Affidavit (the "**Supplement to the DIP Term Sheet**") together with such modifications as may be agreed upon by the Kenton Group and the DIP Lender and consented to by the Proposal Trustee.

SEALING

5. **THIS COURT ORDERS** that the confidential appendices to the Third Report shall be treated as confidential, sealed, and shall not form part of the public record until further Order of this Court.



ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:



OCT 1^E 2015

Estate No.: 31-2008366
Court File No.: 31-2008366

IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3, AS AMENDED

AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF ONE KENTON ALZHEIMER CENTER FOR EXCELLENCE (NON-PROFIT) INC.

Applicants

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

Proceeding commenced at Toronto

ORDER

BENNETT JONES LLP

3400 One First Canadian Place
Toronto, ON M5X 1A4
Fax: 416.863.1716

S. Richard Orzy (LSUC#: 23181D)

Tel: 416.777.5737

Sean H. Zweig (LSUC#: 57307D)

Tel: 416.777.6254

Lawyers for the Applicants