



SUPERIOR COURT OF JUSTICE

COUNSEL/ENDORSEMENT SLIP

COURT FILE NO.: CV-24-00713287-00CL

DATE: January 31, 2025

NO. ON LIST: 4

AFC MORTGAGE ADMINISTRATION INC. -V- SUNRISE ACQUISITIONS (ELMVALE) INC. et al

BEFORE: JUSTICE PENNY

PARTICIPANT INFORMATION

For Applicant, Moving Party:

Name of Person Appearing	Name of Party	Contact Info
Jonathan Kulathungam for Receiver	Rosen Golberg Inc..	jkulathungam@teplitskyllp.com
Paul Mand	AFC Mortgage Administration Inc.	pmand@mandlaw.com

For Defendant, Respondent, Responding Party:

Name of Person Appearing	Name of Party	Contact Info
N/A		

For Creditor

Name of Person Appearing	Name of Party	Contact Info
Joshua Foster	KSV Restructuring Inc.	fosterj@bennettjones.com
Joseph Blinick	KSV Restructuring Inc	blinickj@bennettjones.com

ENDORSEMENT OF JUSTICE PENNY:

- [1] The Receiver moves for a sale approval and vesting order, approval of its second report, as well as fees (and those of its counsel), and approval of its statement of receipts and disbursements. The Receiver also moves for a sealing order in respect of confidential information relating to the sale. There is no opposition to the relief sought.
- [2] The *Sound Air* factors are met. There was sufficient exposure to the market which was conducted by an experience firm. There were two competing bidders, both of which improved their offers in a second round. There are no conditions on the accepted offer which could delay closing. The Receiver recommends approval of this transaction. Having regard to considerations of fairness, transparency and integrity of the process; the commercial efficacy of the process in light of the specific circumstances facing the Receiver; and (c) whether the sales process optimized the chances, in the particular circumstances, of securing the best possible price, I am prepared to accept the Receiver's recommendation.
- [3] The sealing of the confidential appendices is necessary to preserve the ability of the Receiver to maximize value in the unlikely event that the transaction does not close. The *Sherman Estate* test is met.
- [4] I am satisfied with the Receiver's second report and the activities described in the report. I am also satisfied that the Receiver's fees and those of its counsel are reasonable in the circumstances. I accept the Receiver's statement of receipts and disbursements.
- [5] The correction of an inadvertent error in the prior order of the court is warranted and appropriate.
- [6] The distribution motion is adjourned pending further negotiations among counsel. The date of February 24, 2025 has been booked, at 10:00 AM for one hour (virtual), to deal with the distribution question.
- [7] Orders to issue in the form signed by me this day.

A handwritten signature in blue ink, appearing to read "Penny J.", followed by a period.

Penny J.