

NFC ACQUISITION GP INC., NFC ACQUISITION CORP., NFC ACQUISITION L.P., NEW FOOD CLASSICS AND NFC LAND HOLDINGS CORP.

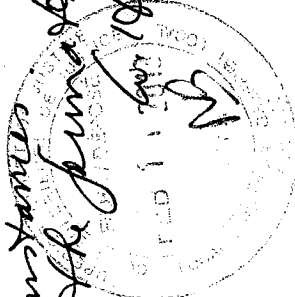
- and -

Respondents

Feb 21-13

E. Lamek. J for the Receiver
C. Fell

I am satisfied that the transaction represents the best available transaction for the property, it having been marketed extensively as directed by the Receiver's Report. I have advised that the Party's restrictive covenant has been ~~settled~~ settled by a renunciation of the right of first refusal in favour of the debtor over the adjoining Party's property and a payment of \$15,000. I am also advised that the ~~Bank of Montreal~~ ^{Bank of Montreal} have consented to this settlement. I am satisfied that it represents a reasonable settlement in the circumstances. Ours to go on the same attached.



ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced at Toronto

MOTION RECORD

(RETURNABLE FEBRUARY 21, 2013)

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Solicitors for FTI Consulting Canada Inc., in its capacity Court-appointed Receiver

**ONTARIO
SUPERIOR COURT OF JUSTICE
[COMMERCIAL LIST]**

BANK OF MONTREAL

Applicant

-and-

**NFC ACQUISITION GP INC., NFC ACQUISITION CORP.,
NFC ACQUISITION L.P., NEW FOOD CLASSICS and
NFC LAND HOLDINGS CORP.**

Respondents

**TRANSCRIPTION OF ENDORSEMENT OF
MR. JUSTICE WILTON-SIEGEL MADE FEBRUARY 21, 2013**

I am satisfied that the transaction represents the best available transaction for this property, it having been marketed extensively as described in the Receiver's Report.

I am advised that the Pinty's restrictive covenant issue is being settled by a renunciation of the right of first refusal in favour of the debtor over the adjoining Pinty's property and a payment of \$15,000. I am also advised that the Bank of Montreal have consented to this settlement. I am satisfied that it represents a reasonable settlement in the circumstances.

Order to go in the form attached.

"Wilton-Siegel, J."