

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MR.) FRIDAY, THE 31ST
)
JUSTICE MCEWEN) DAY OF MAY, 2019
)

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 IMPERIAL TOBACCO CANADA
LIMITED AND IMPERIAL TOBACCO COMPANY LIMITED

APPLICANTS

**ORDER
(Clarification of Insurance Lift-Stay Order)**

THIS MOTION, made by the Quebec Class Action Plaintiffs (“**QCAPs**”) seeking clarification of the Insurance Lift-Stay Order dated April 5, 2019, was heard on May 14, 2019 at 330 University Avenue, Toronto, Ontario.

ON HEARING the submissions of respective counsel for the Applicants, FTI Consulting Canada Inc. in its capacity as the Court-Appointed Monitor (“**Monitor**”), the QCAPs, and such other counsel as were present, no one else appearing, and on being advised this day of the Applicants and QCAPs’ agreement to settle the QCAPs’ motion on the terms attached as Schedule “A” (the “**Settlement**”):

1. **THIS COURT ORDERS** that the Settlement is approved, and the Second Amended and Restated Initial Order of Justice McEwen dated March 12, 2019 (the “**Initial Order**”) is hereby varied by lifting the stay of proceedings in the Initial Order for the purpose described in paragraph 1 of the Settlement.

Schedule “A” – Terms of Settlement between Applicants and QCAPs

Imperial Tobacco Canada Limited and Imperial Tobacco Company Limited (the “**Applicants**”) and the Quebec Class Action Plaintiffs (the “**QCAPs**”) agree to resolve the QCAPs’ motion seeking clarification of the Insurance Lift-Stay Orders, originally returnable on April 25, 2019, on the following terms:

1. The stay of proceedings shall be further lifted for the limited purpose to permit the QCAPs to apply to Justice Riordan to use the proceeds of the settlement agreements between the QCAPs, Kansa General International Insurance Company Ltd., and Northumberland General Insurance Company as follows:
 - a) Use no more than \$500,000 of the proceeds for any costs associated with communicating with the Quebec class members and responding to their enquiries; and
 - b) Use the balance of the proceeds to reimburse the *Fonds d'aide aux actions collectives* for the financial aid provided to the QCAPs in the *Blais* and *Letourneau* proceedings.
2. Neither party will raise this settlement as a precedent in the CCAA proceedings of Imperial Tobacco Canada Limited and Imperial Tobacco Company Limited (Court File No. CV-19-616077-00CL).

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 IMPERIAL TOBACCO CANADA LIMITED AND IMPERIAL TOBACCO COMPANY LIMITED

Court File No: CV-19-616077-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)

Proceeding Commenced at Toronto

ORDER
(Clarification of Insurance Lift-Stay Order)

OSLER, HOSKIN & HARCOURT LLP

Box 50, 1 First Canadian Place
Toronto ON M5X 1B8

Deborah Glendinning (LSO# 31070N)
Marc Wasserman (LSO# 44066M)
John A. MacDonald (LSO# 25884R)
Craig Lockwood (LSO# 46668M)

Tel: 416.362.2111

Fax: 416.862.6666

Lawyers for the Applicants, Imperial Tobacco Canada
Limited and Imperial Tobacco Company Limited