

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

THE HONOURABLE )  
MR. JUSTICE NEWBOULD ) TUESDAY, THE 15<sup>TH</sup> DAY  
OF DECEMBER, 2015

**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 6778666 CANADA LTD. AND  
6779565 CANADA LTD.**



**Applicants**

**ORDER  
(Fee Approval)**

THIS MOTION, made by FTI Consulting Canada Inc., in its capacity as Monitor (in such capacity, the "Monitor") of 6778666 Canada Ltd., formerly Nelson Education Ltd., and 6779565 Canada Ltd., formerly Nelson Education Holdings Ltd., pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, for an Order approving the fees and disbursements of the Monitor, including those of its counsel, Norton Rose Fulbright Canada LLP ("Norton Rose"), for the periods set out in the Fee Affidavits (defined below) was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Sixth Report of the Monitor, dated December 8, 2015 (the "Sixth Report"), the affidavit of Nigel D. Meakin sworn December 8, 2015 (the "Meakin Affidavit") and the affidavit of Evan Cobb sworn December 8, 2015 (the "Cobb Affidavit" and, together with the Meakin Affidavit, the "Fee Affidavits"), and on hearing the submissions of counsel for the Monitor and those other parties present, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Lillian Symchych sworn December 9, 2015, filed;

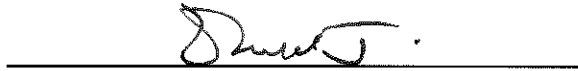
**FEES AND DISBURSEMENTS**

1. THIS COURT ORDERS that the fees and disbursements of the Monitor and of Norton Rose for the periods set out in the Fee Affidavits be and are hereby approved.
2. THIS COURT ORDERS that the fees and disbursements of the Monitor to complete its remaining duties and the administration of these proceedings, estimated not to exceed \$50,000 inclusive of the fees and disbursements of Norton Rose, as set out in the Sixth Report, be and are hereby approved.

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



DEC 15 2015



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 6778666 CANADA LTD. AND 6779565 CANADA LTD.

Court File No. CV-15-10961-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceeding commenced at Toronto

**ORDER  
(Fee Approval)**

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