

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE	)	TUESDAY, THE 4 th
	)	
JUSTICE CAVANAGH	)	DAY OF NOVEMBER 2025

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 **CHESSWOOD GROUP LIMITED, CASE FUNDING INC., CHESSWOOD
HOLDINGS LTD., CHESSWOOD US ACQUISITIONCO LTD., LEASE-WIN
LIMITED, WINDSET CAPITAL CORPORATION, CHESSWOOD CAPITAL
MANAGEMENT INC., CHESSWOOD CAPITAL MANAGEMENT USA INC.,
942328 ALBERTA INC., 908696 ALBERTA INC., 1000390232 ONTARIO INC.**
and **CGL HOLDCO, LLC**

ORDER
(LIFTING OF STAY OF PROCEEDINGS)

THIS MOTION, made by Royal Bank of Canada, in capacity as administrative and collateral agent (the “**Agent**”) to the lenders under a second amended and restated credit agreement dated as of January 14, 2022, as amended (the “**Pre-Filing Lenders**”) for an order, *inter alia*, lifting the stay of proceedings (the “**Stay**”) established pursuant to the amended and restated initial order dated November 7, 2024 in the within proceedings under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) was heard this day via Zoom videoconference in Toronto, Ontario.

ON READING the affidavit of Wenwei (Wendy) Chen sworn October 27, 2025 and the Exhibits thereto, the Motion Record of the Agent returnable November 4, 2025 and on hearing the submissions of counsel for the Agent, counsel to FTI Consulting Canada Inc., in its capacity as monitor (the “**Monitor**”) of Chesswood Group Limited, Case Funding Inc., Chesswood Holdings Ltd., Chesswood US Acquisitionco Ltd., Lease-Win Limited, Windset Capital Corporation, Chesswood Capital Management Inc., Chesswood Capital Management USA Inc., 942328 Alberta Inc. (formerly Rifco National Auto Finance Corporation), 908696 Alberta Inc.

(formerly Rifco Inc.), 1000390232 Ontario Inc. and CGL Holdco, LLC (collectively, the “CCAA Parties” and each a “CCAA Party”), and such other counsel present;

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.

LIFTING OF STAY OF PROCEEDINGS

2. **THIS COURT ORDERS** that the Stay be and is hereby lifted solely for the purpose of permitting the Agent, for and on behalf of the Pre-Filing Lenders, to commence and pursue a proceeding at the Ontario Superior Court of Justice against Chesswood Group Limited and certain former directors and officers or senior management figures of the CCAA Parties, substantially in the form of the proposed Statement of Claim attached hereto as **Schedule “A”** (the “**Claim**”).

3. **THIS COURT ORDERS AND DIRECTS** the Registrar of the Ontario Superior Court of Justice to issue the Claim, subject to payment of the appropriate filing fee.

GENERAL

4. **THIS COURT ORDERS** that there shall be no costs of this motion.

5. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. prevailing Eastern Time on the date of this Order without the need for entry and filing.

SCHEDULE “A”

Proposed Statement of Claim

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 CHESSWOOD GROUP LIMITED, et al.

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

Proceeding commenced at Toronto

**ORDER
(LIFT OF STAY OF PROCEEDINGS)**

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