

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SEARS CANADA INC., CORBEIL ÉLECTRIQUE INC., S.L.H. TRANSPORT INC., THE CUT INC., SEARS CONTACT SERVICES INC., INITIUM LOGISTICS SERVICES INC., INITIUM COMMERCE LABS INC., INITIUM TRADING AND SOURCING CORP., SEARS FLOOR COVERING CENTRES INC., 173470 CANADA INC., 2497089 ONTARIO INC., 6988741 CANADA INC., 10011711 CANADA INC., 1592580 ONTARIO LIMITED, 955041 ALBERTA LTD., 4201531 CANADA INC., 168886 CANADA INC., AND 3339611 CANADA INC.

Applicants

July 18/17 as per counsel slip

Sears Canada Inc (together with the other Applicants, "Sears Canada") moves for approval of an Agency Agreement, as amended + restated and Consulting Agreement, also ^{as} amended or restated, with respect to the liquidation of inventory and FFE at 45 stores, as well as for approval of the Sale Guidelines and Agent's charge.

Sears Canada also moves for authorization to conduct a liquidation sale of Merchandise + FFE, by the Applicants & Hometown Dealers, at 9 Hometown Dealer stores, in accordance with the proposed order & Sale Guidelines.

All of this relief is supported by the Monitor. I am satisfied that all interested parties have been served. No one opposes.

Mr Dacks advised the court that comments from various landlords have been incorporated into the documents. Counsel for the affected employers attended at court & confirmed that they do not oppose.

Ontario

SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at Toronto

SUPPLEMENTAL MOTION RECORD
OF THE APPLICANTS

(Liquidation Sale Approval, Returnable July 18, 2017)

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terms of the Agency & Conso Utting Agreements, the Sale Guidelines and the structure for conducting the liquidation sale commencing this Friday, July 21st, until the outside date of October 12/17. In particular, he has outlined the terms wRT the minimum guaranteed payments by the Agent, the operation of the stores during the liquidation process, the continuity of the employees during the liquidation process, the payment of expenses & the incentive structure intended to maximize recovery for all stakeholders. The materials also outline the process that was followed in selecting a liquidator to conduct the sale.

Having reviewed these materials and considering these submissions & the lack of any opposition by those whose interests are at stake, I am satisfied that the two agreements are to be approved, as well as the Sale Guidelines, the Agent's charge, & the sale process for the Hometown Stores. I have signed the Liquidation Sale Approval Order.

The Monitor's 1st Report, Schedule B, which contains commercially sensitive information, is to remain sealed until the court hearing on Oct 4/17. Conway J.