

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**



THE HONOURABLE
MR. JUSTICE HAINEY

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FRIDAY, THE 13TH
DAY OF APRIL, 2018

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 SEARS CANADA INC., 9370-2751 QUEBEC INC.,
191020 CANADA 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.

(each, an "**Applicant**", and collectively, the "**Applicants**")

ORDER

THE CROSS-MOTION, brought by the Defendant, Consumer Intelligence Group Inc. ("**CiG**") in the Superior Court of Justice action bearing Court File No. CV-15-522235 (the "**Main Action**"), together with the Cross-Motion brought by the Fourth Parties, R.R. Donnelley & Sons Company ("**RRD**") and Moore Canada Corporation ("**Moore**") in the Superior Court of Justice Action bearing Court File No. CV-15-522235-00B1 (the "**DGA Fourth Party Action**") was heard this day at the Court House, 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Cross-Motion of CiG, including the Affidavit of Michelle Pham, sworn March 28, 2018, and the exhibits attached thereto; the Notice of Cross-Motion of RRD and Moore, including the Affidavit of Monica Singh, sworn March 27, 2018, and the exhibits attached thereto; the Notices of Appearances of CiG, RRD and Moore in these

proceedings; and the Consent of CiG, RRD, Moore and DGA North American Inc. and DGA Fulfillment Services Inc. (collectively, "**DGA**") to the relief sought herein, filed,

AND ON HEARING the submissions of counsel for CiG, RRD, Moore, DGA and Sears Canada Inc. ("**Sears**") and FTI Consulting Canada Inc., in its capacity as court-appointed Monitor (the "Monitor"),

AND UPON BEING ADVISED that the relief sought herein is not being opposed by Sears,

LIMITED LIFTING OF STAY

1. **THIS COURT ORDERS** that the stay of proceedings granted in the Order of the Honourable Mr. Justice Hainey, dated June 22, 2017 (the "**Initial Order**"), as subsequently extended from time to time, be and is hereby lifted for the limited purposes of granting the relief set out in paragraphs 2 to 6 below.

SEARS' PRODUCTION OF DOCUMENTS

2. **THIS COURT ORDERS** that within thirty (30) business days from the date of this Order, Sears shall, subject to any claims of privilege that may be asserted, produce to CiG, RRD, Moore and DGA all electronically stored information and physical documentation, that it has identified, retrieved, and collected and that is currently available in readily transferrable form up to the date of this Order relating to the issues raised in the following proceedings:

- (a) the Main Action;
- (b) Court File No. CV-15-522235-00A1 (the "**CiG Third Party Action**");
- (c) Court File No. CV-15-522235-00A2 (the "**Sears Third Party Action**");
- (d) the DGA Fourth Party Action; and
- (e) Court File No. CV-15-522235-00B2 (the "**CiG Fourth Party Action**") (collectively the "**Actions**").

3. **THIS COURT ORDERS** that the relief granted in para. 2, above, is without prejudice to CiG, RRD, Moore and/or DGA re-attending before this Honourable Court and seeking additional documentary disclosure and productions from Sears.

4. **THIS COURT ORDERS** that any re-attendance by CiG, RRD, Moore and/or DGA on the issue of documentary disclosure and productions is without prejudice to Sears taking the position that no further productions are required or are otherwise warranted in the circumstances or that the stay of proceedings prevents any such requirement for further disclosure or productions and should not be lifted to permit such further disclosure or productions.

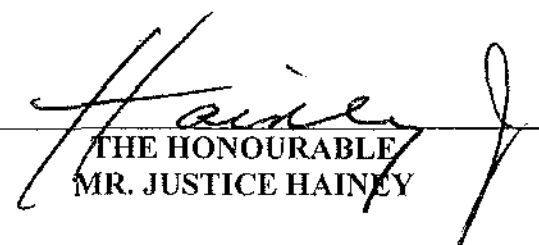
SEARS' FORMER EMPLOYEES

5. **THIS COURT ORDERS** that within thirty (30) business days from the date of this Order, Sears shall produce to CiG, RRD, Moore and DGA the last known contact information, including mailing address, email, (and phone numbers, ^{if necessary} for those former Sears employees (collectively the "Non-Parties") that have been identified by CiG, RRD, and/or Moore to Sears.

6. **THIS COURT ORDERS** that CiG, RRD, Moore and/or DGA are hereby permitted to re-attend before a court of competent jurisdiction to seek leave to examine one or more of the Non-Parties under Rule 31.10 of the *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended, and neither Sears nor CiG, RRD, Moore or DGA will object to such examination.

7. **THIS COURT ORDERS** that any and all claims, cross-claims and counter-claims by Sears in the Actions, including the Sears Third Party Action, be and are hereby dismissed with prejudice and without costs.

8. **THIS COURT ORDERS** no costs for the hearing of the Cross-Motions of CiG and RRD/Moore.



THE HONOURABLE
MR. JUSTICE HAILEY

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Court File No. CV-17-11846-00CL

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PROCEEDING COMMENCED AT
TORONTO

ORDER

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