

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) THURSDAY, THE 14TH DAY
JUSTICE HAINEY) OF MAY, 2020

BETWEEN:

FIREPOWER DEBT GP INC., AS AGENT

Applicant

- and -

THEREDPIN, INC. and THE REDPIN.COM REALTY INC.

Respondents

IN THE MATTER OF SECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, C. B-3, AS AMENDED AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O 1990, C. C-43, AS AMENDED

**ORDER
(DISTRIBUTION)**

THIS MOTION, made by MNP Ltd. (“MNP”) in its capacity as the Court-appointed receiver (the “**Receiver**”) of the undertaking, property and assets of TheRedPin, Inc. and The Redpin.Com Realty Inc. (collectively, the “**Debtors**”), appointed pursuant to the Order of the Honourable Justice Hainey made June 14, 2018 (the “**Appointment Order**”), was heard this day by videoconference.

ON READING Receiver's Third Report to the Court dated May 6, 2020 (the "**Third Report**") and on hearing the submissions of counsel for the Receiver, counsel for FirePower Debt GP Inc. as agent for FirePower GAP Debt LP and FirePower GAP Debt II LP (collectively "**FirePower**"), counsel for Trilogy Growth Fund LP ("**Trilogy**") and no one appearing for any other person on the service list, although properly served as appears from the affidavit of Sam Babe sworn May 11, 2020 filed:

1. **THIS COURT ORDERS** that the time for service and filing of the Receiver's Notice of Motion and Motion Record, each dated May 7, 2020, is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that the Receiver's Second Report dated September 10, 2018, the Supplementary Report to the Second Report dated September 28, 2018, the Second Supplementary Report to the Second Report dated October 11, 2018 and the Third Supplementary Report to the Second Report dated October 19, 2018 and the activities of the Receiver described in each are hereby approved.
3. **THIS COURT ORDERS** that the Third Report and the activities of the Receiver described therein are hereby approved.
4. **THIS COURT ORDERS** that, subject to maintaining sufficient reserves to satisfy the Priority Payables (as defined in the Third Report) and claims subject to the Receiver's Charge (as defined in the Appointment Order), and to complete the administration of the receivership of the Debtors, the Receiver shall pay:

- (a) forthwith, an interim distribution of \$1,629,466 to Trilogy;
- (b) at its sole discretion, subject only to written consent of each of Trilogy and FirePower, or as otherwise ordered by the Court, from monies remaining in the Receiver's hands, if any, or any monies that come into the estates at a later date:
 - (i) one or more further interim distributions to Trilogy up to the amount of the Trilogy Secured Indebtedness (as defined in the Third Report); and
 - (ii) one or more interim distributions to FirePower, or as directed by FirePower, up to the amount of the FirePower Secured Indebtedness (as defined in the Third Report),

and all such distributions be and are hereby approved.

5. **THIS COURT ORDERS** that, notwithstanding Rule 59.05, this order is effective from the date it is made, and it is enforceable without any need for entry and filing. In accordance with Rules 77.07(6) and 1.04, no formal order need be entered and filed unless an appeal or motion for leave to appeal is brought to an appellate court. Any party may nonetheless submit a formal order for original, signing, entry and filing, as the case may be, when the Court returns to regular operations.

A handwritten signature in blue ink is written over a horizontal line. The signature is cursive and appears to read "Haley J".