



SUPERIOR COURT OF JUSTICE

COUNSEL SLIP

COURT FILE NO.: CV-19-00614614-00CL DATE: September 15, 2022

NO. ON LIST: 4

TITLE OF PROCEEDING: IMERYS TALC AMERICA INC

BEFORE JUSTICE: MCEWEN, J

**PARTICIPANT INFORMATION**

**For Plaintiff, Applicant, Moving Party, Crown:**

Name of Person Appearing	Name of Party	Contact Info
Maria Konyukhova	Applicant	mkonyukhova@stikemam.com
Ben Muller	Applicant	Bmuller@stikeman.com

**For Defendant, Respondent, Responding Party, Defence:**

Name of Person Appearing	Name of Party	Contact Info
Kathryn Esaw Pritesh Patel	KPMG	kesaw@osler.com pritchpatel@kpmg.ca

**For Other, Self-Represented:**

Name of Person Appearing	Name of Party	Contact Info

ENDORSEMENT OF JUSTICE MCEWEN:

Order to go as per the draft filed and signed. The order sought is imposed and supported by the Information Officer.

I have reviewed the materials and heard submissions of counsel for the Applicant and Information Officer.

In my view the five orders ought to be recognized. I see no prejudice to Canadian stakeholders and it is appropriate to recognize and enforce the orders in Canada.

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

THE HONOURABLE

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THURSDAY, THE 15<sup>TH</sup>

MR. JUSTICE MCEWEN

DAY OF SEPTEMBER, 2022

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,  
R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF IMERYS TALC AMERICA, INC., IMERYS TALC VERMONT, INC.,  
AND IMERYS TALC CANADA INC.**

**APPLICATION OF IMERYS TALC CANADA INC., UNDER SECTION 46 OF THE  
COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED**

**ORDER  
(RECOGNITION OF FOREIGN ORDERS)**

**THIS MOTION**, made by Imerys Talc Canada Inc. in its capacity as the foreign representative (the "**Foreign Representative**") of the Debtors, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") for an Order substantially in the form enclosed in the Motion Record, proceeded on this day by way of video conference due to the COVID-19 crisis.

**ON READING** the affidavit of Eric Danner sworn September 12, 2022 (the "**Fourth Danner Affidavit**"), the Sixth Report of KPMG Inc., in its capacity as information officer (the "**Information Officer**") dated September 13, 2022, each filed, and upon being provided with copies of the documents required by section 49 of the CCAA,

**AND UPON HEARING** the submissions of counsel for the Foreign Representative, counsel for the Information Officer, and those other parties listed on the counsel slip, no one else appearing although served as evidenced by the Affidavit of Ben Muller sworn September 13, 2022, filed;

**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.

## **RECOGNITION OF FOREIGN ORDERS**

2. **THIS COURT ORDERS** that any capitalized terms not otherwise defined herein shall have the meanings given to such terms in the Fourth Danner Affidavit.

3. **THIS COURT ORDERS** that the following orders of the United States Bankruptcy Court for the District of Delaware, the United States District Court for the District of Delaware and/or the United States Court of Appeals for the Third Circuit made in the insolvency proceedings of the Debtors under Chapter 11 of Title 11 of the United States Bankruptcy Code are hereby recognized and given full force and effect in all provinces and territories of Canada pursuant to Section 49 of the CCAA:

- (a) *Order Approving Stipulation and Agreement by and Among the Mediation Parties Regarding the Term of Mediation*, entered on May 23, 2022 [Docket No. 4818];
- (b) *Final Order by Third Circuit Court of Appeals, Re: Appeal on District Court Civil Action Number: 19-944*, entered on July 6, 2022 [Docket No. 4909];
- (c) *Final Order by District Court Judge Maryellen Noreika, Re: Appeal on Civil Action Number: 19-944*, entered on November 25, 2020 [Docket No. 2566];
- (d) *Order Approving Stipulation and Agreement by and Among the Mediation Parties Regarding the Term of Mediation*, entered on July 13, 2022 [Docket No. 4933];  
and
- (e) *Order (I) Approving Broughton Reclamation Agreement and Escrow Agreement and (II) Authorizing Imerys Talc Canada Inc. to Perform All Obligations Thereunder*, entered on August 15, 2022 [Docket No. 5002].

## **GENERAL**

4. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada to give effect to this Order and to assist the Debtors, the Foreign Representative, the Information Officer as officer of this Court, and their respective counsel and agents in carrying out the terms of this Order.

5. **THIS COURT ORDERS AND DECLARES** that this Order and all of its provisions are effective from the date it is made without any need for entry and filing.

  
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IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED AND IN THE MATTER OF IMERY'S TALC AMERICA, INC., IMERY'S TALC VERMONT, INC., AND IMERY'S TALC CANADA INC.  
APPLICATION OF IMERY'S TALC CANADA INC. UNDER SECTION 46 OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

Court File No: CV-19-614614-00CL

**ONTARIO**

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

Proceeding commenced at Toronto

**ORDER  
(RECOGNITION OF FOREIGN ORDERS)**

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