

CANADA
PROVINCE DE QUÉBEC

District Montréal

N° 500-11-049210-152

ENREGISTREMENT

M	Dist.	An	Mois	Jour	Cas.

Dist.	An	Mois	Jour	Cas.	Salle	Plate

RÉFÉRENCES

DÉBUT 939 14/21 h

FIN 1243 1722 h

PROCÈS-VERBAL D'AUDIENCE

par défaut ex parte
 contesté enquête au fond

COUR SUPÉRIEURE

COUR DU QUÉBEC

Chambre civile

In the matter of the notice of intention to make DEMANDE
a proposal of: Magasin Laura (P.S.) inc. DÉFENSE

Division Chambres Salle n° 16.12 et 16.10
Commerciale et al.
Le 11 août 2015

PRÉSENTS: Hon. Martin Castonguay, J.C.S.
Hon. Marie-Anne Piquette, J.C.S.

DEMANDE OU REQUÉRANT(E) M^e Claude Fagot
 PRÉSENT(E) ABSENT(E) M^e Pierre-Marc Lemire c.o.
 DÉFENSE OU INTIMÉ(E) BEF
 PRÉSENT(E) ABSENT(E) M^e David Stolar
 KUSLER KANDESTIN
M^e Aaron Fishman

Voir ci-dessous : 3 requêtes
NATURE DE LA CAUSE Me Mark E. Meland (c.m.)
FISHMAN PIERRE MARC LEMIRE

GREFFIER Quinn Boly G.P.
INTERPRÈTE Me Francis Viau
Demande à nouveau oui non

STÉNOGRAPHE Me Patrice Bisuit
Gowling LALONDE

- Motion seeking the appointment of a receiver.
BEF 7 août 2015 Procédure 1

- Application for interim financing charge.
KUSLER KANDESTIN 10 août 2015 (n.e.)

- Motion to continue a restructuring proceeding
under the CCRA and to obtain an
initial order.
KUSLER KANDESTIN 10 août 2015 (n.e.)

CANADA
PROVINCE DE QUÉBEC

District Montreal
N° 500-11-011210-157

ENREGISTREMENT

M	Dist.	An	Mois	Jour	Cas.

Dist.	An	Mois	Jour	Cas.	Salle	Piste

RÉFÉRENCES

PROCÈS-VERBAL D'AUDIENCE (suite) 11.8.15

- 934 Début de la séance
- 934 Identification des personnes
- 935 Echanges entre M. le juge Castonguay et les procureurs
- 937 Suspension de la séance
- 1029 Reprise
- 1029 Identification des personnes
- 1030 Echanges entre Madame la juge Paquette et M. Paquet
- 1031 M. Paquet demande une remise de l'audition
- 1035 Argumentation de M. Stobor
- 1041 A la demande de M. Stobor, un représentant de Richter témoignera ;
- 1041 Témoir (anglais) : M. Raymond Monie
62 ans
981 McGill
Montreal
Assurantié
- 1041 Interrogé par M. Stobor
- 1057 Côté interrogé par M. Paquet
- 1100 Fin du témoignage
- 1100 Représentations de M. Stobor
- 1102 Représentations de M. Fishman
- 1109 Représentations de M. Viane
- 1110 Représentations de M. Paquet
- 1113 Suspension de la séance
- 1135 Reprise
- 1135 Le tribunal procède à rendre jugement ;

CANADA
PROVINCE DE QUÉBECDistrict MontréalN° 500.11.0492.10.152

ENREGISTREMENT

M
Dist. An Mois Jour Cas.

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Dist. An Mois Jour Cas. Salle Piste

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RÉFÉRENCES

PROCÈS-VERBAL D'AUDIENCE (suite) 11-9-15

- 1135 Jugement sur la demande de remise;
Le tribunal REJETTE la demande de
remise; Voir jugement écrit
en pages 5 et 6 du présent procès-verbal;
- 1138 Echanges entre le tribunal, Me Stolow
Me Paquet, Me Fishman et
Me Vian;
- 1144 Le tribunal procède à l'audition des requêtes;
- 1144 Argumentation de Me Paquet
- 1147 Plais préliminaires et argumentation
de Me Stolow;
- 1243 L'argumentation est suspendue
- 1243 Suspension de la séance
- 1421 Reprise
- 1421 Identification des procureurs
- 1422 Remarques de Me Stolow et suite
de l'argumentation
- 1441 Plaidoiries de Me Benoit
- 1449 Fin de l'argumentation de Me Stolow
- Questions et commentaires du tribunal
- Le témoin, M. Massé, est entendu
de nouveau:
- 1451 Témoin (anglais): M. Raymond Massé
Sans la main, serment
- 1451 Interrogé par Me Stolow
- 1507 Fin des témoignages
- 1507 Argumentation de Me Fishman
- 1509 Argumentation de Me Benoit

CANADA
PROVINCE DE QUÉBEC

District Montréal
N° 500-16-049210-152

ENREGISTREMENT

M	Dist.	An	Mois	Jour	Cas.

Dist.	An	Mois	Jour	Cas.	Salle	Plate

RÉFÉRENCES

PROCÈS-VERBAL D'AUDIENCE (suite) 11.8.15

- 15 16 Argumentation de Mr Paquet
- 15 18 Echanges entre le tribunal et Mr Stolor
- 15 18 Fin de l'argumentation des procureurs
Questions et Remarques du tribunal
aux procureurs.
- 15 19 Suspension de la séance
- 16 47 Reprise
- 16 48 Le Tribunal Commence et décide à
rendre jugement sur les requêtes ;
Voie Jugement au parag 7 et 8 du procès-verbal
- 16 55 Echanges entre le tribunal, Mr Van,
Mr Benoit et Mr Stolor
- 17 02 Suspension de la séance
- 17 16 Reprise
- 17 16 Echanges entre le tribunal et Mr Stolor
- 17 21 Fin de la séance
Cause continuée le 12 août 2015
à 8:30 pour ordonnances détaillées
Denise Bully g.d.

FILE NO 500-11-049210-152 / 41-2021835
ANNEX TO THE MINUTES OF THE HEARING OF AUGUST 11, 2015

JUDGMENT

ON SALUS' REQUEST FOR POSTPONEMENT OF THE HEARING

CONSIDERING THE FOLLOWING:

[1] Salus filed, last Friday, a Motion to appoint a receiver) (Salus' Motion), presentable this morning;

[2] In the interim, Laura was able to obtain a proposal for interim financing by CF and filed yesterday two motions: (1) Motion for Interim financing discharge (sec. 50.6) BIA); and a (2) Motion to continue a restructuring proceeding under the CCAA and to obtain an initial order (Laura's Motions), also presentable this morning;

[3] Salus' request to postpone the hearing on the Motions will be rejected for the following reasons:

- 3.1. Salus' Motion, which Salus filed last Friday is presentable today;
- 3.2. Salus' Motion includes detailed allegations in contestation of the restructuring plan which Laura was proposing;
- 3.3. Salus is well aware of the operations and situation of Laura;
- 3.4. For instance, on July 24, 2015, Salus appointed consultants (A&M) to closely monitor Laura business operations and financial results on a continuing basis;
- 3.5. Salus' Motion shows that it has an intimate knowledge and involvement in the business of Laura;
- 3.6. Laura's success in securing a proposal for Interim financing may come as a surprise to Salus, but the latter nevertheless remains intimately aware of all the circumstances relevant to the debate on Salus' own motion and on Laura's Motions;
- 3.7. Mr Raymond Massi (Richter), the consultants hired by Laura to monitor Laura's operations and financial position in accordance with the restructuring, testified on the impact which a postponement of the motions, even to this Thursday, would have on the business of Laura;
- 3.8. For instance, such a postponement, at this crucial time of the year, would delay the receipt of goods for another week and Laura is already 2 weeks behind in sales;

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FILE NO 500-11-049210-152 / 41-2021035

ANNEX TO THE MINUTES OF THE HEARING OF AUGUST 11, 2016

WHEREFORE THE COURT:

[4] **DISMISSES** Salus' request for postponement of the hearing;


MARIE-ANNE PAQUETTE, J.S.C.

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FILE NO 500-11-049210-152 / 41-2021835

ANNEX TO THE MINUTES OF THE HEARING OF AUGUST 11, 2015

**JUDGMENT ON
LAURA'S APPLICATION FOR INTERIM FINANCING DISCHARGE (SE. 50.6) BIA
LAURA'S MOTION TO CONTINUE A RESTRUCTURING PROCEEDING UNDER THE
CCAA AND TO OBTAIN AN INITIAL ORDER (SS. 4, 5, 9, 11, 11.6 CCAA)
SALUS' MOTION SEEKING THE APPOINTMENT OF A RECEIVER (S. 243 BIA)
(SEQ. 1)
LAURA'S REQUEST FOR A SAFEGUARD ORDER**

CONSIDERING THE FOLLOWING:

- [1] the appointment of a receiver is not warranted under BIA, s. 243;
- [2] the conditions to order an interim financing under the BIA, s. 50.6 are met;
- [3] However, the Court cannot set aside the 244 BIA waiver at this point, as the allegations of Laura in this regard were communicated to Salus only late yesterday and as Salus had not had a reasonable opportunity to respond to same;
- [4] Even though Salus has an intimate knowledge of the finances, operations and situation of Laura, which is the reason based on which the Court rejected Salus' request for postponement of the hearing, Salus could not foresee that Laura would make such allegations against its waiver;
- [5] Therefore, the stay of proceedings shall apply pursuant to the CCAA, provided that the conditions for the continuation of the proceedings under this Act are met;
- [6] Finally, the Court holds that the requirements for the continuation of the proceedings under the CCAA are met;

WHEREFORE THE COURT:

- [7] **REJECTS** Salus' Motion to appoint a receiver (s. 243 BIA) (seq. 1));
- [8] **GRANTS** Laura's Application for interim financing discharge (sec. 50.6) BIA, in accordance with the terms of the detailed ^{Order Mtg.} which will be issued tomorrow morning;
- [9] **GRANTS** Laura's Motion to continue a restructuring proceeding under the CCAA and to obtain an initial order (ss. 4, 5, 9, 11, 11.6 CCAA) in accordance with the terms of the detailed order which will be issued tomorrow morning;
- [10] In the meantime, as a safeguard order:

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FILE NO 500-11-049210-152 / 41-2021835

ANNEX TO THE MINUTES OF THE HEARING OF AUGUST 11, 2015

- 10.1. **ORDERS** Salus, immediately upon receipt of KPMG's written instructions, to immediately transfer to the bank account designated by KPMG the full amount obtained from Laura in the cash management system of Laura at the Bank of Montreal on August 11, 2015;
- 10.2. **ORDERS** Salus to immediately cease and desist from receiving any further funds from the cash management system of Laura at the Bank of Montreal as and from August 11, 2015 at 6:00 p.m.;
- 10.3. Given the presence of Salus' counsel at the hearing on August 11, 2015, **EXEMPTS** Laura from service of this order on Salus;

[11] **ORDERS** the provisional execution of the preceding orders notwithstanding appeal;


MARIE-ANNE PAQUETTE, J.S.C.