

ONTARIO
SUPERIOR COURT OF JUSTICE – COMMERCIAL LIST

THE HONOURABLE MR.) TUESDAY, THE 15TH DAY
)
JUSTICE MORAWETZ) OF OCTOBER, 2009.



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 BARZEL INDUSTRIES CANADA INC.

Applicant

STAY EXTENSION ORDER

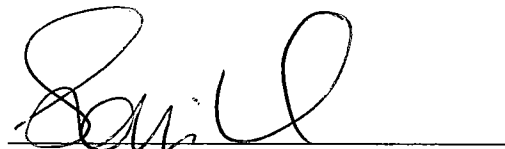
THIS MOTION, made by the Applicant for the relief set out in the Applicant's notice of motion dated October 9, 2009 was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavits of Karen Narwold sworn October 9, 2009 (the "**Narwold Affidavit**") and G. Wayne Day sworn on October 9, 2009 and October 14, 2009 (collectively, the "**Day Affidavit**") and the Third Report of Deloitte & Touche Inc. dated October 14, 2009 (the "**Report**") in its capacity as the monitor appointed in these proceedings (the "**Monitor**") and on hearing the submissions of counsel for the Applicant, the Monitor, 7224290 Canada Inc., JP Morgan Chase Bank, NA and CIBC World Markets Corp., and Chriscott USA Inc. and 4513617 Canada Inc. and John Maneely Company, no one appearing for any other person on the service list although served as appears from the Affidavit of Service, filed.

1. THIS COURT ORDERS that the time for service of the Notice of Motion, the Report and the Motion Record is hereby abridged so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. THIS COURT ORDERS that the Stay Period, as defined in paragraph 15 of the Order of this Honourable Court made in these proceedings on September 15, 2009 (the "**Initial Order**") be and is hereby extended to and including December 15, 2009.
3. THIS COURT ORDERS that the retention incentive plan outlined in the Day Affidavit and as filed on a confidential and sealed basis with this Court (the "**RIP**") be and is hereby approved and the Applicant be and is hereby authorized to make any and all payments thereunder in accordance with the terms and provisions of the RIP.
4. THIS COURT ORDERS that the RIP as filed with this Court on a sealed and confidential basis shall be and is hereby treated as confidential and sealed and segregated from and not to form part of the public record until further Order of this Honourable Court.
5. THIS COURT ORDERS that the DIP Credit Agreement as defined in paragraph 35 of the Initial Order shall be deemed to mean, *nunc pro tunc*, the DIP Credit Agreement as may be amended, restated, supplemented or otherwise modified by the parties thereto from time to time in accordance with its terms and without the further approval of this Court being required unless the Monitor considers any such amendments, restatements, supplements or modifications to be material enough to warrant the prior approval of this Court or approval of the US Court (as defined in the Narwold Affidavit) is required.
6. THIS COURT ORDERS that the activities of the Monitor as outlined and described in all previous reports of the Monitor as referred to in the Report be and are hereby approved.
7. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Applicant, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicant and to the Monitor, as an officer of this Court, as may be necessary or desirable to give

effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicant and the Monitor and their respective agents in carrying out the terms of this Order.

8. THIS COURT ORDERS that each of the Applicant and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

A handwritten signature in black ink, appearing to be "S. L.", written over a horizontal line.

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OCT 16 2009

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Court File No: 09-8363-00CL

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Proceeding commenced at Toronto

STAY EXTENSION ORDER

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