



Court File No. 08-CL-7415

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)  
(IN BANKRUPTCY AND INSOLVENCY)

THE HONOURABLE  
JUSTICE MORAWETZ

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TUESDAY, THE 13<sup>TH</sup>  
DAY OF JULY, 2010

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  
COTTON GINNY INC., CG OPERATIONS (H/O) LIMITED,  
CG OPERATIONS I LIMITED, CG OPERATIONS II LIMITED

**DISCHARGE ORDER**

THIS MOTION, made by MINTZ & PARTNERS LIMITED (the "Monitor") in its capacity as the Court-appointed Monitor of Cotton Ginny Inc. ("CGI"), CG Operations (H/O) Limited, CG Operations I Limited, CG Operations II Limited (collectively referred to as the "Companies"), for an order:

1. approving the activities of the Monitor during the period May 1, 2008 to June 4, 2010, as described in the Ninth Report, the Tenth Report, the Eleventh Report, the Twelfth Report, and the Thirteenth Report of the Monitor to the Court;
2. approving the Monitor's fees and disbursements for the period from January 24, 2008 to January 13, 2010;
3. approving the fees and disbursements of the Monitor's legal counsel, Kronis, Rotsztain, Margles, Cappel ("KRMC") for the period February 20, 2008 to May 12, 2010;

4. authorizing and directing the Monitor to apply the balance of funds being held by the Monitor, plus any additional funds the Monitor may receive on account of CGI, towards the outstanding fees and disbursements of the Monitor and KRMC in partial satisfaction of the Administration Charge;

5. terminating the CCAA proceedings and discharging the Monitor; and,

6. such further and other relief as to this Honourable Court may seem just,

was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Ninth Report, the Tenth Report, the Eleventh Report, the Twelfth Report and the Thirteenth Report of the Monitor to the Court, the affidavits of the Monitor and its counsel as to fees (the "Fee Affidavits"), and on hearing the submissions of counsel for the Monitor ~~and counsel for the Companies~~, no one else appearing although served as evidenced by the Affidavit of Kelly Barrett sworn June 24, 2010, filed;

1. **THIS COURT ORDERS** that the activities of the Receiver, as set out in the Ninth Report, the Tenth Report, the Eleventh Report, the Twelfth Report and the Thirteenth Report of the Monitor to the Court (the "Reports"), are hereby approved.

2. **THIS COURT ORDERS** that the fees and disbursements of the Monitor for the period from January 24, 2008 to January 13, 2010, as set out in the Reports and the Fee Affidavits, are hereby approved.

3. **THIS COURT ORDERS** that the fees and disbursements of KRMC for the period February 20, 2008 to May 12, 2010, as set out in the Reports and the Fee Affidavits, are hereby approved.

4. **THIS COURT ORDERS** that the Monitor is authorized and directed to apply the balance of funds being held by the Monitor, plus any additional funds the Monitor may receive on account of CGI, towards the outstanding fees and disbursements of the Monitor and KRMC in partial satisfaction of the Administration Charge..

5. **THIS COURT ORDERS** that upon payment of the amounts ~~set out in paragraph 4 hereof~~, the Monitor shall be released and discharged from any further obligations under the

the Monitor, GR

GR currently being held by GR



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(IN BANKRUPTCY AND INSOLVENCY)**

Proceeding commenced at Toronto

**ORDER  
(motion for discharge returnable July 13, 2010)**

**KRONIS, ROTSZTAIN, MARGLES,  
CAPPEL**

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