

# **KRMC**

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November 14, 2008

**VIA EMAIL**

To the Service List

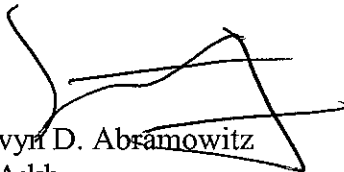
**RE: Mintz & Partners Limited Re: D'Angelo Brands Ltd.  
and 1540633 Ontario Inc. O/A Steelback Breweries  
Our File No.: 81165**

Please find enclosed the handwritten endorsement of the Honourable Justice Morawetz in respect of the motion that was heard November 13, 2008, together with a typescript of the endorsement.

Yours very truly,

**KRONIS, ROTSZTAIN, MARGLES, CAPPEL**

Per:



Mervyn D. Abramowitz

MDA:kb

Encls.

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13 NOV 2008

In the Matter of a Plan or Plans of Compromise or Arrangement to be Proposed in Respect of D'Angelo Brands Ltd. and 1540633 Ontario Inc., O/A Steelback Breweries

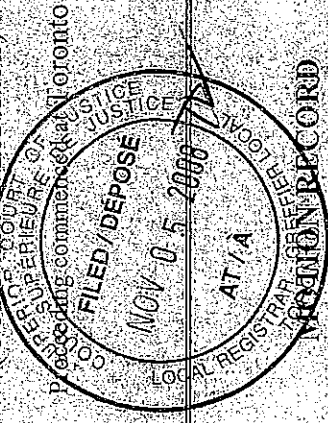
Court File No: 07-CL-7283

Nov 13/08

Ms L Corne per Wanda  
Mr M Brumby for Trinity  
Mr G Ellis for D'Angelo Brands  
Mr C Besant for Robbie TFG

A Counsel to Robbie advised that the parties to the "Robbie Draft" had come to an agreement as to a process and a schedule to resolve the dispute. The process will commence in a mediation case and will be followed by a summary judgment case to file with the Court. Wanda

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)



(RETURNABLE NOVEMBER 13, 2008)

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Fax: 416.360.8877  
Solicitors for Robbie Manufacturing Inc.

If there are deviations from the schedule,  
with party on schedule a 9<sup>30</sup>.  
appointment and seek further direction.  
It is desirable that the schedule  
be adhered to.

The entire today issue is whether the  
\$400,000 should be paid out to  
Wausau or should be paid into  
Court. Mr. Besant was quite candid  
& acknowledging that it would be  
desirable, from his standpoint to  
have the money paid into  
Court, as it would keep the pressure  
on Wausau to move forward  
& resolve the dispute. In my view,  
the Court can maintain supervision  
over this matter to ensure that  
the schedule is maintained.

I raised the issue of whether  
there was any other means  
that the Court should be aware  
of at this time. Mr. Besant

was not a position to consider this  
issue today.

Under the circumstances and recognizing  
that the security in favor of Wascoda  
has been recognized as being valid,  
the notes in the reserve should  
be paid out to Wascoda.

However, such payment is not  
to be made until such time  
as Rabkin has had the opportunity  
to consider whether ~~it is~~  
it wishes to bring a further note  
to have the money paid into  
bank - on the basis that it  
has concerns over the ~~status~~  
security of payment. Such a note  
would have to be supported  
by evidence of concern over the  
security for payment.

~~It~~ If Rabkin intends to  
buy such a note it is to

In the Matter of a Plan of Arrangements for the Reorganization  
of D'Angelo Brands Ltd. and 1540633 Ontario Inc., O/A Steelback Breweries

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

Proceeding commenced at Toronto

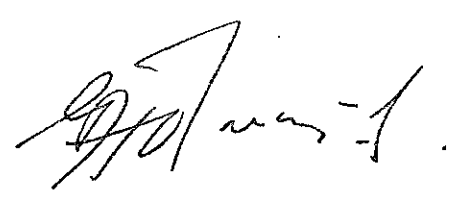
AFFIDAVIT OF JERRY HATTEN  
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Tel: 416.869.5739  
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Solicitors for Robbie Manufacturing Inc.

be made retrievable before me in  
the week of November 24, 2008. If ~~it~~  
no note is brought, the reserve  
can be paid out to Wasade  
on December 1, 2008, pending further  
order.



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**IN THE MATTER OF AN APPLICATION BY WASANDA ENTERPRISES INC.  
UNDER THE COMPANIES' CREDITORS ARRANGEMENT ACT,  
R.S.C. 1985, c. C-36, AS AMENDED AND BUSINESS CORPORATIONS ACT,  
R.S.O. 1990, c.B-16, AS AMENDED**

**AND IN THE MATTER OF A PLAN OR PLANS OF COMPROMISE  
OR ARRANGEMENT TO BE PROPOSED IN RESPECT OF  
D'ANGELO BRANDS LTD. AND 1540633 ONTARIO INC.  
O/A STEELBACK BREWERIES**

Typescript of the endorsement of the Honourable Justice Morawetz.

“Nov. 13/08

Ms. L. Corne for Wasanda  
Mr. M. Abramowitz for Mintz  
Mr. L. Ellis for D'Angelo Brands  
Mr. C. Besant for Robbie Mfg.

Counsel to Robbie advised that the parties to the “Robbie Dispute” had come to an agreement as to a process and a schedule to resolve the dispute. The process will culminate in a mediation. Counsel to file a copy of the schedule with the Court.

If there are deviations from the schedule, either party can schedule a 9:30 appointment and seek further direction. It is desirable that the schedule be adhered to.

The outstanding issue is whether the \$400,000 should be paid out to Wasanda or should be paid into Court. Mr. Besant was quite candid in acknowledging that it would be desirable, from his standpoint to have the money paid into Court, as it would keep the pressure on Wasanda to move forward in resolving the dispute. In my view, the Court can maintain supervision over this matter to ensure that the schedule is maintained.

I raised the issue of whether there were any other concerns that the Court should be aware of at this time. Mr. Besant was not in a position to consider this issue today.

Under the circumstances and recognizing that the security in favour of Wasanda has been recognized as being valid, the monies in the reserve should be paid out to Wasanda. However, such payment is not to be made until such time as Robbie has had the opportunity to consider whether it wishes to bring a further motion to have the money paid into Court – on the basis that it has concerns over the security of payment. Such a motion would have to be supported by evidence of concern over the security for payment.

If Robbie intends to bring such a motion it is to be made returnable before me in the week of November 24, 2008. If no motion is brought, the reserve can be paid out to Wasanda on December 1, 2008, pending further order.

Morawetz J.”