

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(IN BANKRUPTCY AND INSOLVENCY)**

THE HONOURABLE REGIONAL )  
 )  
 SENIOR JUSTICE MORAWETZ ) FRIDAY, THE 26TH  
 )  
 ) DAY OF JANUARY, 2018



**IN THE MATTER OF THE BANKRUPTCY OF MF  
GLOBAL CANADA CO., OF THE CITY OF  
TORONTO, IN THE PROVINCE OF ONTARIO**

**ORDER  
(Surplus Funds)**

**THIS MOTION**, made by KPMG Inc., in its capacity as trustee in bankruptcy of the Estate of MF Global Canada Co. ("**MF Global Canada**"), a bankrupt (in such capacity as the "**Trustee**") was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion, the tenth report of the Trustee dated January 18, 2018 (the "**Tenth Report**"), the fifth report of the Independent Cost Counsel dated January 15, 2018 (the "**ICC Fifth Report**"), the fee affidavit of Nick Brearton sworn January 17, 2018, the fee affidavit of Evita Ferreira sworn January 17, 2018, and on hearing the submissions of counsel to the Trustee, no one else appearing although duly served as set out in the Affidavits of Service of Evita Ferreira sworn January 18, 2018 and January 19, 2018, filed.

**SERVICE**

1. **THIS COURT ORDERS** that the time for service and filing 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.

2. **THIS COURT ORDERS AND DECLARES** that the Trustee is an “interested person” for the purposes of s. 209(1) of the *Canada Business Corporations Act*, R.S.C. 1985, c. C-44 (the “CBCA”).
3. **THIS COURT ORDERS** that the Trustee be and is hereby authorized to apply to the Director appointed under the CBCA for a revival of 4298632 Canada Limited (“429”), pursuant to the provisions of the CBCA.
4. **THIS COURT ORDERS** that the Trustee is authorized to take all such steps as may be required to seek the return of the property of 429 from the Crown.
5. **THIS COURT ORDERS** that the Trustee be and is hereby authorized to pursue the issuance of an Application for Bankruptcy Order against 429, subject to completing the revival of 429.
6. **THIS COURT ORDERS** that KPMG Inc. be and is hereby authorized to act as the trustee in bankruptcy of 429.
7. **THIS COURT ORDERS** that the Trustee be and is hereby authorized to transfer \$30,000 from the MF Global Canada estate to KPMG Inc., as proposed trustee in bankruptcy of 429, for the costs of administration of the 429 bankruptcy.
8. **THIS COURT ORDERS** that the Trustee is hereby granted a charge (the “Trustee’s Charge”) on the property of MF Global Canada to secure the payment of the fees and disbursements of the Trustee and Borden Ladner Gervais LLP (“BLG”), counsel to the Trustee.
9. **THIS COURT ORDERS** that notwithstanding any bankruptcy of 429, the Trustee’s Charge shall continue to charge the property of MF Global Canada until further Order of this Court.

10. **THIS COURT ORDERS** that, except as required by paragraph 7 of this Order, no other amounts shall be transferred by the Trustee to KPMG Inc. as proposed trustee in bankruptcy of 429, pending further Order of this Court.

**APPROVAL OF TENTH REPORT**

11. **THIS COURT ORDERS** that the Tenth Report and the activities set out therein, be and are hereby approved.

**APPROVAL OF THE STATEMENT OF RECEIPTS AND DISBURSEMENTS**

12. **THIS COURT ORDERS** that the Statement of Receipts and Disbursements for the period November 4, 2011 to December 15, 2017 be and is hereby approved.

**APPROVAL OF ICC FIFTH REPORT**

13. **THIS COURT ORDERS** that the ICC Fifth Report be and is hereby approved.

**APPROVAL OF FEES AND DISBURSEMENTS**

14. **THIS COURT ORDERS** that the accounts of the Trustee for the period from January 1, 2017 to October 31, 2017 (the "**Trustee Fee Period**"), including fees in the amount of \$266,194.00 and disbursements in the amount of \$3,158.51 (plus applicable HST on the foregoing amounts) for services rendered and recorded during the Trustee Fee Period be and the same are hereby approved.

15. **THIS COURT ORDERS** that the accounts of Borden Ladner Gervais LLP (“**BLG**”), counsel to the Trustee, for the period from January 1, 2017 to October 31, 2017 (the “**BLG Fee Period**”), including fees in the amount of \$219,115 and disbursements in the amount of \$2,357.19, (plus applicable HST on the foregoing amounts) for services rendered and recorded during the BLG Fee Period be and the same are hereby approved.

  
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**IN THE MATTER OF THE BANKRUPTCY OF MF GLOBAL CANADA CO., OF THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO**

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(IN BANKRUPTCY AND INSOLVENCY)**

**PROCEEDINGS COMMENCED AT TORONTO**

**ORDER  
(Surplus Funds)**

**BORDEN LADNER GERVAIS LLP**

Bay Adelaide Centre, East Tower  
22 Adelaide St. W.  
Toronto, ON M5H 4E3  
Tel: (416) 367-6000  
Fax: (416) 367-6749

**James D.G. Douglas / LSUC #20569H**

Direct Line: (416) 367-6029  
Email: jdouglas@blg.com

**Roger Jaipargas / LSUC #43275C**

Direct Line: (416) 367-6266  
Email: rjaipargas@blg.com

**Evita Ferreira / LSUC #69967K**

Direct Line: (416) 367-6708  
Email: eferreira@blg.com

Lawyers for KPMG Inc., in its capacity as  
The Trustee of MF Global Canada Co., a bankrupt