

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MADAM ) FRIDAY, THE 14TH  
 )  
JUSTICE KIMMEL ) DAY OF OCTOBER, 2022  
 )

B E T W E E N:

**ROYAL BANK OF CANADA**

Applicant

- and -

**RJ PACKAGING INCORPORATED operating as CUSTOM FOOD PACKAGING, SMIT  
RAMESH JANI, MITALI SMIT JANI and JAYANTKUMAR NAGJIBHAI  
PANCHASARA**

Respondents

**ORDER**

**(DISTRIBUTION AND DISCHARGE)**

THIS MOTION, made by msi Spergel inc. in its capacity as the Court-appointed receiver (the "Receiver") of the undertaking, property and assets of RJ Packaging Incorporated operating as Custom Food Packaging (the "Debtor"), for an Order:

1. That the time for service, filing and confirmation of the Notice of Motion and the Motion Record be abridged so that this motion is properly returnable today and hereby dispensing with further service and confirmation hereof;
2. Approving the activities and conduct of the Receiver as set out in the First and Final Report of the Receiver dated September 27, 2022 (the "First Report");

3. Approving the Professional Fees and the Fee Accrual, as defined and detailed in the First Report, and payment thereof;
4. Approving the Receiver's Statement of Receipts and Disbursements, as defined and detailed in the First Report (the "Statement of Receipts and Disbursements");
5. Authorizing and directing the distribution of the remaining proceeds available in the estate of the Debtor after payment of the Professional Fees and the holding back of the Fee Accrual, as detailed in the First Report (the "Proposed Distribution"), as follows:
  - (a) To the Receiver General, a distribution of \$24,428.96 on account of the HST Arrears;
  - (b) To the Receiver General, a distribution of \$2,000.00 on account of the priority claim pursuant to subsection 81.4(4) of the *Bankruptcy and Insolvency Act*; and,
  - (c) To the Applicant, Royal Bank of Canada ("RBC"), a distribution of the balance of the funds residing in the Receiver's account, if any, on account of the Debtor's secured indebtedness to RBC, for principal, interest and costs up to the amount of the Debtor's indebtedness to RBC.
6. Discharging *msi Spergel inc.* as Receiver of the undertaking, property and assets of the Debtor on the filing of the Certificate of Completion, as provided for in the First Report; and
7. Releasing *msi Spergel inc.* from any and all liability, as set out in paragraph 7 of this Order,

was heard this day by way of judicial teleconference via Zoom at the Court House, 330 University Avenue, Toronto, Ontario.

ON READING the Receiver's Notice of Motion dated October 3, 2022, the First Report, the affidavits of the Receiver and its counsel as to Professional Fees (the "Fee Affidavits"), and on hearing the submissions of counsel for the Receiver, no one else appearing although served as evidenced by the Affidavit of Service of Lindsay Ferguson sworn October 12, 2022, filed;

1. THIS COURT ORDERS that the time for service, filing and confirmation of the Notice of Motion and the Motion Record be abridged so that this motion is properly returnable today and hereby dispensing with further service and confirmation hereof.
2. THIS COURT ORDERS that the activities of the Receiver, as set out in the First Report, are hereby approved.

3. THIS COURT ORDERS that the Professional Fees and the Fee Accrual, as set out in the First Report and the Fee Affidavits, and payment thereof, be and are hereby approved.

4. THIS COURT ORDERS that the Statement of Receipts and Disbursements be and is hereby approved.

5. THIS COURT ORDERS that, after payment of the Professional Fees herein approved, and subject to the Fee Accrual the Receiver be and is authorized and directed to make the Proposed Distribution, as described in the First Report, as follows:

- (a) To the Receiver General, a distribution in the amount of \$24,428.96;
- (b) To the Receiver General, a distribution in the amount of \$2,000.00; and
- (c) To RBC, a distribution of the balance of the funds residing in the Receiver's account, if any, on account of the Debtor's secured indebtedness to RBC for principal, interest and costs up to the amount of the Debtor's indebtedness to RBC.

6. THIS COURT ORDERS that upon payment of the amounts set out in paragraph 3 and 5 hereof and upon the Receiver filing the Certificate of Completion as provided for in the First Report certifying that it has completed the other activities described in the Report, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtor, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of msi Spengel inc. in its capacity as Receiver.

7. THIS COURT ORDERS AND DECLARES that msi Spergel inc. is hereby released and discharged from any and all liability that msi Spergel inc. now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of msi Spergel inc. while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, msi Spergel inc. is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.

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Justice, Ontario Superior Court of Justice, Commercial List

ROYAL BANK OF CANADA

v.

RJ PACKAGING INCORPORATED operating as CUSTOM FOOD  
PACKAGING, et al.

Applicant

Respondents

Court File No. CV-21-00665286-00CL

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**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

PROCEEDING COMMENCED AT  
TORONTO, ONTARIO

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**DISTRIBUTION AND DISCHARGE ORDER**

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