

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE)
)
JUSTICE KIMMEL) MONDAY, THE 22ND
) DAY OF APRIL, 2024
)

**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 ORIGINAL TRADERS ENERGY
LTD. AND 2496750 ONTARIO INC. (each, an "Applicant"
and collectively, the "Applicants")**

**ORDER
(AirSprint Funds Order)**

THIS MOTION, made by KPMG Inc., in its capacity as the monitor (in such capacity, the "**Monitor**") of the Applicants, OTE Logistics LP and Original Traders Energy LP (collectively with the Applicants, the "**OTE Group**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**", and these proceedings, the "**CCAA Proceedings**") for an order, among other things, approving the AirSprint Settlement (as defined below) and determining that the OTE Group is entitled to the AirSprint Funds (as defined below) was heard this day by judicial videoconference via Zoom in Toronto, Ontario.

ON READING the Motion Record of the Monitor, including the Eighth Report of the Monitor dated March 18, 2024 (the "**Eighth Report**") and the Ninth Report of the Monitor dated April 16, 2024, and on hearing the submissions of counsel for the Monitor and those other parties listed on the counsel slip, no one else appearing although duly served as it appears from the affidavit of service of Thomas Gray, filed.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Motion Record of the Monitor is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

DEFINED TERMS

2. **THIS COURT ORDERS** that capitalized terms used within this Order and not expressly defined herein shall have the meanings set forth in the Eighth Report.

APPROVAL OF AIRSPRINT SETTLEMENT AND DETERMINATION OF ENTITLEMENT TO AIRSPRINT FUNDS

3. **THIS COURT ORDERS** that the AirSprint Settlement between AirSprint Inc. (“**AirSprint**”) and the OTE Group, as detailed in the Eighth Report, is hereby approved.

4. **THIS COURT ORDERS** that AirSprint is authorized and directed to forthwith remit US\$535,000.00 (the “**Remaining AirSprint Funds**”) to the Monitor.

5. **THIS COURT ORDERS** that upon the Monitor’s receipt of the Remaining AirSprint Funds, AirSprint shall be released from all liability in connection with the purchase, use, operation or administration of any fractional jet interest purchased using OTE Group funds prior to these CCAA Proceedings, save and except for any liability stemming from gross negligence or wilful misconduct.

6. **THIS COURT ORDERS AND DECLARES** that the US\$5,482,779.85 remitted by AirSprint to the Monitor pursuant to this Court’s Order dated July 17, 2023, and all interest accrued thereon, and the Remaining AirSprint Funds (together, the “**AirSprint Funds**”) is the property of the OTE Group.

7. **THIS COURT ORDERS** that nothing in this Order shall prejudice (i) the ability of the Monitor to compel the production of Requested Information (as defined in the Amended and Restated Initial Order) from AirSprint or to continue to request any other information or documents from AirSprint in connection with the Monitor’s ongoing duties pursuant to the CCAA, the Amended and Restated Initial Order, or any other Order of this Court; (ii) AirSprint’s

ongoing obligation to respond to information requests from the Monitor in connection with the Monitor's investigation; or (iii) the Monitor's ability to continue to seek payment on behalf of the OTE Group against any person aside from AirSprint or its directors, officers, employees, or other persons acting on its behalf, for usage of any of the aircraft held on behalf of the OTE Group or to seek any further directions or remedies before this Court in respect thereof.

GENERAL

8. **THIS COURT ORDERS** that the Monitor may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

9. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States, or any other jurisdiction, to give effect to this Order and to assist the Monitor and its 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 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 Monitor and its respective agents in carrying out the terms of this Order.

10. **THIS COURT ORDERS** that this Order is effective as of 12:01am EST on the date of this Order without the need for entry or filing.

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, C. C-36, AS AMENDED
AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF ORIGINAL TRADERS ENERGY LTD. AND
2496750 ONTARIO INC.

Court File No. CV-23-00693758-00CL

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

Proceedings commenced in Toronto

**ORDER
(AirSprint Funds Order)**

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Tab 5