

**\*\*\*NON-CERTIFIED TRANSLATION\*\*\***

**SUPERIOR COURT  
(Commercial Division)**

CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL

N°. 500-11-033643-087

DATE : July 24<sup>th</sup>, 2008

---

**PRESENT : JUSTICE JOËL A. SILCOFF, J.S.C.**

---

**IN THE MATTER OF THE COMPANIES'  
CREDITORS ARRANGEMENT ACT,  
R.S.C. (1985), c. C-36, AS AMENDED :**

**A.H. (MTL) INC. ET AL**

*Petitioners*

and

**ATTRACTIONS HIPPIQUES (MONTRÉAL) S.E.C. ET AL**

*Mises en cause*

and

**RSM RICHTER INC.**

*Monitor*

**ORDER**

---

[1] **SEEING** that the Petitioners have filed a *Motion for the extension of delays, renewal of Initial Order and amendment to Initial Order* under Sections 11(4) and 11(6) of the *Companies' creditor arrangement act*, R.C.S. (1985), c. C-36, as amended, and Sections 2, 20, 33 and 46 of the *Code of Civil Procedure* (the "**Motion**");

- [2] **SEEING** the allegations of the Motion;
- [3] **SEEING** the affidavit of Mr. Ian G. Wetherly;
- [4] **SEEING** the submissions of Petitioners and Mises en cause's counsel at hearing;
- [5] **SEEING** that the Motion is well founded;
- [6] **SEEING** the Société des Propriétaires et Éleveurs de Chevaux Standardbred du Québec inc.'s Motion to Modify the Initial Order presentable this day;
- [7] **SEEING** the fact that the Court roll is filled today;
- [8] **WHEREFORE, THE COURT :**
- [9] **GRANTS** the *Motion for the extension of delays, renewal of Initial Order and amendment to Initial Order*;
- [10] **EXEMPTS** the Petitioners from the obligation of serving the *Motion for the extension of delays, renewal of Initial Order and amendment to Initial Order*, and any affidavit, any notice of presentation and any exhibit upon any party that did not file an appearance or advise Petitioners' attorneys or the Monitor, and that did not file said appearance in the Court record;
- [11] **AMENDS** the Initial Order by replacing the text of paragraph 18 by the following:
- « 18a) **DECLARES** that, during the Stay period and during any renewal that may occur and, notwithstanding the other provisions of the present order, the Petitioners and Mises en cause remain subject to the provisions of Section 204 of the *Criminal Code*, and to the *Pari-Mutuel Betting Supervision Regulations* adopted in virtue of said Section and, consequently;
- b) **ALLOWS** Petitioners and Mises en cause to continue to pay the bettors holding telephone or internet betting accounts, and to pay the members or the PariPlus program; »
- [12] **AMENDS** the Initial Order by inserting the following paragraphs after paragraph 26 :
- «26.1 **DECLARES** that no provision of the Order, and without limitation paragraphs 8, 24 and 25, deprives the Régie des alcools, des courses et des jeux from exercising their powers granted by law with respect to public security during the activities regulated by An Act Respecting Racing (R.S.Q., chapter C-72.1) and by the regulations made in virtue of this law,

or limits in any way the exercise of its power of supervision and control of the holding of activities, including the payment of purses when a race has taken place;

26.2 **DECLARES** that no provision of the Order has the effect of depriving or limiting the exercise, by a racing judge, of the powers delegated to him in application of Section 49 of An Act Respecting Racing (R.S.Q., chapter C-72.1) and, without limiting the generality of the foregoing, of the power to cancel a race or a racing program and of the power to declare the ineligibility of a participant or a horse. »

- [13] **DECLARES** that the funds held and to be held in relation with the Key employee retention bonus plan ("**KERB**") are the property of the Trust and constitute a patrimony by appropriation, autonomous and distinct from that of the Petitioners and Mises en cause, for the employees benefiting from the KERB;
- [14] **ORDERS** that the document entitled *Key Employee Retention Bonus Program* forming part of Exhibit R-5, and Exhibit R-6 be permanently kept under seal;
- [15] **EXTENDS** the Stay Termination Date (being July 24<sup>th</sup>, 2008, as defined in the Initial Order rendered on June 26, 2008 by the Honorable Chantal Corriveau, S.C.J. in the present file), for a period of seventy-five (75) days, being until and including October 7<sup>th</sup>, 2008;
- [16] **RENEWS** the Initial Order rendered on June 26<sup>th</sup>, 2008 by the Honorable Chantal Corriveau, S.C.J. in the present file, in its entirety, but with the necessary adaptations, if need be, and with the amendment to its paragraph 18, for a period of seventy-five (75) days, being until and including October 7<sup>th</sup>, 2008;
- [17] **RESERVES** the rights of *Société des Propriétaires et Éleveurs de Chevaux Standardbred du Québec Inc.* to present their Motion to Modify the Initial Order dated July 22<sup>nd</sup>, 2008 as soon as possible, it being understood that all attorneys will try, with their best efforts, to make themselves available when the Superior Court (Commercial Division) will be able to hear said motion;
- [18] **ORDERS** the provisional execution of the present judgment notwithstanding any appeal;
- [19] **THE WHOLE** without costs.

(S) Honourable Joël A. Silcoff, J.S.C.