



Court File No. CV-21-00661458-00CL

ONTARIO

SUPERIOR COURT OF JUSTICE

COMMERCIAL LIST

THE HONOURABLE

)

THURSDAY, THE 6th

CHIEF JUSTICE MORAWETZ

)

DAY OF OCTOBER, 2022

)

ONTARIO SECURITIES COMMISSION

Applicant

- and -

BRIDGING FINANCE INC., BRIDGING INCOME FUND LP, BRIDGING MID-MARKET DEBT FUND LP, SB FUND GP INC., BRIDGING FINANCE GP INC., BRIDGING INCOME RSP FUND, BRIDGING MID-MARKET DEBT RSP FUND, BRIDGING PRIVATE DEBT INSTITUTIONAL LP, BRIDGING REAL ESTATE LENDING FUND LP, BRIDGING SMA 1 LP, BRIDGING INFRASTRUCTURE FUND LP, BRIDGING MJ GP INC., BRIDGING INDIGENOUS IMPACT FUND, BRIDGING FERN ALTERNATIVE CREDIT FUND, BRIDGING SMA 2 LP, BRIDGING SMA 2 GP INC., and BRIDGING PRIVATE DEBT INSTITUTIONAL RSP FUND

Respondents

IN THE MATTER OF AN APPLICATION UNDER SECTION 129 OF THE
SECURITIES ACT (ONTARIO), R.S.O. 1990, c. S. 5, AS AMENDED

AMENDED AND RESTATED TOLLING ORDER

THIS MOTION made by PricewaterhouseCoopers Inc. (“PwC”), in its capacity as receiver and manager, without security, of all of the assets, undertakings, and properties (collectively, the “**Property**”) of each of the Respondents (in such capacity, the “**Receiver**”) for an Order (the “**Amended and Restated Tolling Order**”) pursuant to the *Securities Act* (Ontario), R.S.O. 1990, c. S. 5, as amended (the “**Securities Act**”) amending and restating paragraph 13 of the Order of the Court dated June 22, 2021 (the “**Original Tolling Order**”), was heard this day in writing.

ON READING the Case Conference Memorandum of the Receiver dated October 5, 2022, and the Third Report of the Receiver dated June 9, 2021, previously filed:

AMENDED AND RESTATED TOLLING ORDER

1. **THIS COURT ORDERS** that paragraph 13 of the Original Tolling Order is hereby amended and restated in its entirety to read as follows:

13. **THIS COURT ORDERS** that commencing on the Date of Appointment and continuing until the stay of proceedings imposed against the Respondents and the Property pursuant to the Appointment Orders is terminated (the “**Tolling Termination Date**”), all prescription, time or limitation periods (collectively, “**Limitation Periods**”), applicable to any Misrepresentation Rights (as defined herein), are suspended as of the Date of Appointment and will recommence running as of the Tolling Termination Date, and for greater certainty the time during which any Limitation Period is suspended pursuant to this Order shall not be included in the computation of any such Limitation Period. In this Order, “**Misrepresentation Rights**” means the rights of a purchaser of a security from any of the Respondents to (i) commence an action for damages against any of the Respondents; and (ii) exercise a right of rescission in connection with the purchase of a security from any of the Respondents, in each case whether such rights arise pursuant to: (a) section 130.1(1) of the Securities Act, or any corresponding or similar provisions under the securities legislation of any other Canadian province or territory; (b) any contractual rights granted by any of the Respondents to a purchaser of its securities that are the same or substantially the same as any such statutory rights for damages or rescission including, without limitation, in any offering memorandum pursuant to which securities of any of the Respondents were offered for sale; and/or (c) any common law or civil law rights or remedies that may otherwise be available to the purchaser of a security from any of the Respondents.

GENERAL

2. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or outside of Canada to give effect

to this Order and to assist the Receiver 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 Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

3. **THIS COURT ORDERS** that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Receiver is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.



Court File No.: CV-21-00661458-00CL

IN THE MATTER OF AN APPLICATION UNDER SECTION 129 OF *THE SECURITIES ACT* (Ontario), R.S.O. 1990, c.S.5, AS AMENDED

ONTARIO SECURITIES COMMISSION
Applicant

- and -

BRIDGING FINANCE INC., et al.
Respondents

ONTARIO

**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto, Ontario

AMENDED AND RESTATED TOLLING ORDER

THORNTON GROUT FINNIGAN LLP
TD West Tower, Toronto-Dominion Centre
3200 – 100 Wellington Street West
Toronto, ON M5K 1K7

John L. Finnigan (LSO# 24040L)
Email: jfinnigan@tgf.ca

Grant B. Moffat (LSO# 32380L)
Email: gmoffat@tgf.ca

Adam Driedger (LSO# 77296F)
Email: adriedger@tgf.ca

Tel: 416-304-1616

Lawyers for the Receiver