

**SUPERIOR COURT
(Commercial Division)**

**CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL
No. 500-11-052107-170
500-11-052108-178
500-11-052109-176
500-11-052106-172**

DATE: March 16, 2017

PRESIDING :

Me Chantal Flamand, registraire

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF:

**FREENARK APPAREL BRANDS ESP INC.
FREEMARK APPAREL BRANDS USA INC.
FREEMARK APPAREL BRANDS INC.
FREEMARK APPAREL BRANDS TEC INC.**

Debtors/Petitioners

-and-

RICHTER ADVISORY GROUP INC.

Trustee

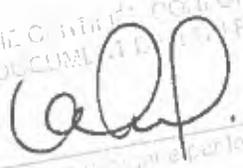
ORDER

- [1] ON READING Debtors/Petitioners' Motion for the authorization of a sale and investor solicitation process (the "Motion").**
- [2] SEEING the service of the Motion.**
- [3] SEEING the submissions of all parties present at the hearing on the Motion.**

WHEREFORE THE COURT:

- [4] **GRANTS** the present *Motion for the Authorization of a Sale and Investor Solicitation Process* (the "**Motion**").
- [5] **APPROVES** and **AUTHORIZES** the Sale and Investor Solicitation Process ("**SISP**").
- [6] **APPROVES** and **AUTHORIZES** the Request for Offer produced as Exhibit R-1 (the "**SISP Procedures**"), with such non-material alterations, changes, amendments, deletions or additions thereto as may be agreed to with the consent of Richter Advisory Group Inc. ("**Richter**").
- [7] **AUTHORIZES** Richter to conduct the SISP and to implement and perform any and all actions contemplated under the SISP Procedures or related thereto.
- [8] **ORDERS** the provisional execution of the judgment to be rendered on the Motion notwithstanding appeal.
- [9] **THE WHOLE**, without costs, save in the event of a contestation

(S) Me Chantal Flaman, registraire

COPIE CERTIFIÉE PAR LE
JUGE DE QUINTE ET SEPTIÈME PART LA COUR

Personne désignée par le greffier