

THE SECURITIES ACT
Section 147.1(1)

)
)
)

Order No. 7091
May 4, 2015

Hart Stores Inc.

WHEREAS

(A) The securities of Hart Stores Inc. (the “**Issuer**” or “**Hart Stores**”) are subject to a cease trade order issued by The Manitoba Securities Commission (the “**Commission**”) by Order No. 6590 dated September 19, 2012 (the “**Cease Trade Order**”) under section 147.1(1) of *The Securities Act* (Manitoba) (the “**Act**”) ordering that the trading in the securities of the Issuer cease until the Cease Trade Order is revoked;

(B) The Cease Trade Order was made on the basis that the Issuer was in default of certain filing requirements under Manitoba securities law as described in the Cease Trade Order and outlined below;

(C) The Issuer applied to the Commission on March 11, 2015 in compliance with National Policy 12-202 Revocation of a Compliance-Related Cease Trade Order for an order pursuant to section 147.1(1) of the Act revoking the Cease Trade Order;

(D) The Issuer has represented to the Commission that:

1. Hart Stores is a corporation incorporated under the *Canada Business Corporations Act* (“**CBCA**”) and operates a network of 61 mid-sized department stores located in eastern Canada. The head office of Hart Stores is at 900 Place Paul-Kane, Laval, Québec H7C 2T2.

2. Hart Stores is a reporting issuer or the equivalent in each of the provinces of Canada. The Autorité des marchés financiers (the “**AMF**”) is the principal regulator with respect to Hart Stores in accordance with section 4.2 of Multilateral Instrument 11-102 - *Passport System*.

3. On December 19, 2014, the Commission issued an order for the partial revocation of the Cease Trade Order to permit the shareholders of the Hart Stores to sell or otherwise dispose of their common shares pursuant to the acquisition of Hart Stores by 9102221 Canada Inc. (“**9102221**”).

4. On February 6, 2015, the shareholders of Hart Stores approved the amalgamation between Hart Stores and 9102221 pursuant to section 185 of the CBCA.
5. On February 6, 2015, the 13,662,296 issued and outstanding common shares of Hart Stores were cancelled for a consideration of \$0.20 per share, pursuant to the amalgamation between Hart Stores and 9102221, and the shares of 9102221 were converted into shares of the amalgamated corporation, being Hart Stores Inc. / Magasins Hart Inc. ("**Amalco**"), on a one-for-one basis.
6. As a result, all of the issued and outstanding shares of Amalco are indirectly held by Mr. Paul Nassar and Mr. Nassar is the sole director and the President of Amalco.
7. The shares of Hart Stores, formerly listed on the TSX Venture Exchange under the symbol "HIS", were delisted on February 19, 2015.
8. The Cease Trade Order was issued as a result of Hart Stores' failure to file its audited annual financial statements for the year ended January 29, 2012 ("**2012 Annual Financial Statements**"), management discussion and analysis relating to the 2012 Annual Financial Statements ("**2012 Annual MD&A**"), interim financial statements for the three-month period ended April 29, 2012 ("**Q1 2013 Interim Financial Statements**"), management discussion and analysis relating to the Q1 2013 Interim Financial Statements ("**Q1 2013 Interim MD&A**") as required by National Instrument 51-102 – *Continuous Disclosure Obligations* ("**NI 51-102**") and certification of the foregoing filings as required by National Instrument 52-109 - *Certification of Disclosure in Issuers' Annual and Interim Filings* (collectively, the "**Continuous Disclosure Documents**").
9. Hart Stores is also subject to cease trade orders issued by the AMF on August 6, 2012, British Columbia Securities Commission on August 7, 2012, Ontario Securities Commission (the "**OSC**") on August 22, 2012 and Alberta Securities Commission (the "**ASC**") on November 20, 2012 for failure to file its Continuous Disclosure Documents.
10. The Issuer is concurrently applying to the AMF, the OSC and the ASC for a full revocation of the cease trade orders issued in each such jurisdiction.
11. On December 13, 2012, Hart Stores filed its 2012 Annual Financial Statements, 2012 Annual MD&A and certification of the foregoing filings. On May 31, 2013, Hart Stores filed its Q1 2013 Interim Financial Statements, Q1 2013 Interim MD&A, interim financial statements and management discussion and analysis for the periods ended July 29, 2012 and October 28, 2012 and certification of the foregoing filings.
12. Since the end of the fiscal year ended February 2, 2014, Hart Stores has filed interim financial statements for the 13-week period ended May 4, 2014, for the 26-week period ended August 3, 2014 and for the 39-week period ended November 3, 2014, all in accordance with NI 51-102.
13. Therefore, Hart Stores has filed all outstanding continuous disclosure documents that are required to be filed under NI 51-102.
14. Hart Stores' SEDAR issuer profile and SEDI issuer profile supplement are current and accurate.

(E) In view of the foregoing, I am of the opinion that it would not be prejudicial to the public interest to revoke the Cease Trade Order.

I Hereby Order pursuant to a delegation to me by the Commission under subsection 4(1) of the Act of the powers in that regard:

1. **THAT**, pursuant to section 147.1(1) of the Act, the Cease Trade Order is hereby revoked.

BY ORDER OF THE COMMISSION

“W. Bridgeman”

Wayne Bridgeman
Deputy Director