

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

THE HONOURABLE MR.) WEDNESDAY, THE 24th
JUSTICE CAVANAGH) DAY OF FEBRUARY, 2021

B E T W E E N:

THE BANK OF NOVA SCOTIA

Applicant

- and -

6396763 CANADA INC.

Respondent

APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, C. B-3, AS AMENDED AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, C. C.43, AS AMENDED

DISCHARGE ORDER

THIS MOTION, made by BDO Canada Limited (“**BDO**”) in its capacity as the Court-appointed receiver (the “**Receiver**”) of the undertaking, property and assets of 6396763 Canada Inc. operating as The Installation Group (the “**Debtor**”), was heard this day virtually via Zoom videoconference as a result of the COVID-19 pandemic.

ON READING the report of BDO in its capacity as proposed receiver dated November 7, 2019 and the first and final report of the Receiver dated February 11, 2021 (the “**Final Report**”) (collectively, the “**Reports**”), the affidavits of the Receiver and its counsel as to fees

(the "**Fee Affidavits**"), and on hearing the submissions of counsel for the Receiver, no one else from the service list appearing although served as evidenced by the affidavit of service filed with the Court;

1. **THIS COURT ORDERS** that the conduct and activities of BDO and the Receiver, as set out in the Reports, be and are hereby approved.

2. **THIS COURT ORDERS** that the fees and disbursements of BDO and the Receiver and its counsel, including the estimate of fees to complete the administration of the receivership estate, as set out in the Final Report and the Fee Affidavits, be and are hereby approved.

3. **THIS COURT ORDERS** that the Receiver's Final Statement of Receipts and Disbursements dated February 4, 2021 is hereby approved.

4. **THIS COURT ORDERS** that, after payment of the fees and disbursements described in the Final Report and approved herein approved, the Receiver shall pay the monies remaining in its hands to Canada Revenue Agency.

5. **THIS COURT ORDERS** that, upon the Receiver filing a certificate substantially in the form attached hereto as **Schedule "A"**, certifying that it has completed the administration of the receivership estate, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtor, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of BDO Canada Limited in its capacity as Receiver.

6. **THIS COURT ORDERS AND DECLARES** that BDO Canada Limited is hereby released and discharged from any and all liability that BDO Canada Limited now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of BDO Canada Limited while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, BDO Canada Limited is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.

7. **THIS COURT ORDERS** that, notwithstanding Rule 59.05, this order is effective from the date it is made, and it is enforceable without any need for entry and filing. In accordance with Rules 77.07(6) and 1.04, no formal order need be entered and filed unless an appeal or motion for leave to appeal is brought to an appellate court. Any party may nonetheless submit a formal order for original, signing, entry and filing, as the case may be, when the Court returns to regular operations.

SCHEDULE "A"

Court File No. CV-19-00630665-00CL

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- and -

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Respondent

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RECEIVER DISCHARGE CERTIFICATE

WHEREAS pursuant to paragraph 5 of the Order of The Honourable Mr. Justice Cavanagh dated February 24, 2021, the Ontario Superior Court of Justice (Commercial List) ordered that BDO Canada Limited would be discharged as Receiver of the undertaking, property and assets of the Respondent upon the filing of a certificate with the Court certifying that it had completed the administration of the receivership estate.

BDO CANADA LIMITED, in its capacity as Receiver, hereby certifies that it has completed the administration of the receivership estate.

DATED this day of , 2021

BDO CANADA LIMITED
in its capacity as the Court-appointed
Receiver of the Respondent and not in its
personal or corporate capacity

Name: Gary Cerrato, CIRP, LIT
Title: Senior Vice President

I have the authority to bind the corporation

THE BANK OF NOVA SCOTIA
Applicant

-and-

6369763 CANADA INC.
Respondent

Court File No. CV-19-00630665-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT
TORONTO, ONTARIO

DISCHARGE ORDER

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Court-appointed Receiver