

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE)	TUESDAY, THE 6 TH
)	
JUSTICE OSBORNE)	DAY OF AUGUST, 2024

B E T W E E N:

INGRAM MICRO INC.

Applicants

- and –

MANAGING INFORMATION SYSTEMS 3 INC.

Respondent

DISCHARGE ORDER

THIS MOTION, made by BDO Canada Limited in its capacity as the Court-appointed receiver (the "Receiver") of the undertaking, property and assets of Managing Information Systems 3 Inc. (the "Debtor"), for an order:

1. approving the activities of the Receiver as set out in the report of the Receiver dated July 30, 2024 (the "Report");
2. approving the fees and disbursements of the Receiver and its counsel;
3. approving the interim statement of receipts and disbursements of MIS3 from the date of the Receiver's appointments to July 30, 2024;
4. approving the distribution of the remaining proceeds available to the Canada Revenue Agency on account of CRA's Priority Payable;

5. discharging BDO Canada Limited as Receiver of the undertaking, property and assets of the Debtor; and

6. releasing BDO Canada Limited from any and all liability, as set out in paragraph 5 of this Order,

was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Report, the affidavits of the Receiver and its counsel as to fees (the "Fee Affidavits"), and on hearing the submissions of counsel for the Receiver and such other parties in attendance at the hearing, filed;

1. **THIS COURT ORDERS** that the activities of the Receiver, as set out in the Report, are hereby approved.

2. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its counsel as set out in the Report and the Fee Affidavits, including the Fee Accrual defined in the Report, are hereby approved.

3. **THIS COURT ORDERS** that the Receiver's interim statement of receipts and disbursements, as set out in the Report, are hereby approved.

4. **THIS COURT ORDERS** that the distribution of any surplus proceeds to the Canada Revenue Agency on account of CRA's Priority Payable, are hereby approved.

5. **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.

6. **THIS COURT ORDERS** that upon payment of the amounts set out in paragraph 4 hereof [and upon the Receiver filing a certificate certifying that it has completed the other activities described in the Report], 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.

INGRAM MICRO INC.

Applicant

-and-

**MANAGING INFORMATION SYSTEMS
3 INC.**

Respondent

Court File No.: CV-23-00709488-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT
TORONTO

ORDER

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