

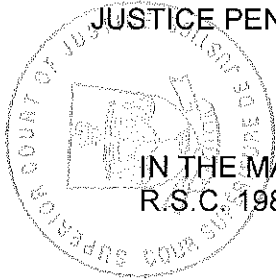
ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

MAP

THE HONOURABLE *Mr.*)
)
JUSTICE PENNY)

FRIDAY, THE 27th

DAY OF MAY, 2016



IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF SECTION 101 OF THE *COURTS OF JUSTICE ACT*,
R.S.O. 1990, C. C-43, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF VICTORIAN ORDER OF NURSES FOR CANADA, VICTORIAN ORDER OF
NURSES FOR CANADA – EASTERN REGION AND VICTORIAN ORDER OF
NURSES FOR CANADA – WESTERN REGION

Applicants

DISCHARGE ORDER

THIS MOTION, made by Victorian Order Of Nurses For Canada, Victorian Order Of Nurses For Canada – Eastern Region and Victorian Order Of Nurses For Canada – Western Region (collectively, the "**Applicants**"), for an order:

1. approving the activities of Collins Barrow Toronto Limited, in its capacity as Court-appointed receiver (in such capacity, the "**Receiver**") of all of the goodwill and intellectual property of the Applicants acquired for, or used in relation to, a business carried on by the Applicants, including the proceeds thereof, (collectively, the "**Receivership Property**") as set out in the report of the Receiver dated May 25, 2016 (the "**Report**");
2. approving the fees and disbursements of the Receiver and its counsel;

3. discharging Collins Barrow Toronto Limited as Receiver; and
4. releasing Collins Barrow Toronto Limited, in its capacity as Receiver, from any and all liability, as set out in paragraph 6 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 the Affidavit of Jo-Anne Poirier, sworn May 24, 2016, and on hearing the submissions of counsel for the Applicants and the Receiver, and such other counsel present, no one else appearing although served as evidenced by the Affidavits of Evan Cobb sworn May 25, 2016, and Annie Kwok, sworn May 26, 2016, filed;

SERVICE

1. THIS COURT ORDERS that the time for service of the Notice of Motion, the Motion Record and the Report is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

RECEIVER'S DISCHARGE

2. THIS COURT ORDERS that, subject to Paragraphs 7 and 8 hereof, the activities of the Receiver, as set out in the Report, are hereby approved.

3. THIS COURT ORDERS that, subject to Paragraphs 7 and 8 hereof, the fees and disbursements of the Receiver and its counsel, as set out in the Report and the Fee Affidavits, are hereby approved.

4. THIS COURT ORDERS that, subject to Paragraphs 7 and 8 hereof, the fees and disbursements of the Receiver and its counsel to complete any remaining duties and the administration of the receivership, estimated not to exceed \$7,500 inclusive of fees and disbursements of the Receiver's counsel, as set out in the Report, be and are hereby approved.

5. THIS COURT ORDERS that the Receiver is hereby discharged as Receiver of the Receivership Property, 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, including facilitating any remaining claims under the Wage Earner Protection Program by former employees of the

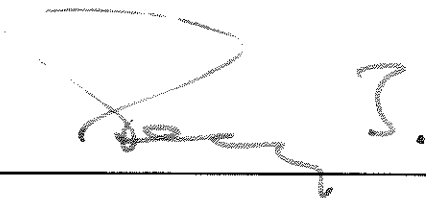
Applicants, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of Collins Barrow Toronto Limited in its capacity as Receiver. The fees and disbursements of the Receiver in performance of any such incidental duties as may be required to complete the administration of the receivership herein shall be included in the accounts of Collins Barrow Toronto Limited, in its capacity as Monitor of the Applicants (in such capacity, the "**Monitor**"), and shall be paid in a manner consistent with the fees and disbursements of the Monitor in these proceedings.

6. THIS COURT ORDERS AND DECLARES that, subject to Paragraphs 7 and 8 hereof, Collins Barrow Toronto Limited is hereby released and discharged from any and all liability that Collins Barrow Toronto Limited now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of Collins Barrow Toronto 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, Collins Barrow Toronto 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. For greater certainty, the releases and discharges contained herein do not apply to Collins Barrow Toronto Limited in its capacity as Monitor of the Applicants.

7. THIS COURT ORDERS that in the event any person objects to the release of the Receiver pursuant to paragraph 6 hereof or the approvals provided in paragraphs 2 through 4 hereof, that person must send a written notice of objection and the grounds therefor to the Receiver at the address set out on the Service List such that the objection is received by the Receiver within ten days of the date of this Order (the "**Objection Deadline**"). If no objection is received by the Receiver prior to the Objection Deadline, the release provided pursuant to paragraph 6 hereof and the approvals provided in paragraphs 2 through 4 hereof shall be automatically deemed effective without further Order of the Court.

8. THIS COURT ORDERS that if an objection to the release of the Receiver pursuant to paragraph 6 hereof or to the approvals provided in paragraphs 2 through 4 hereof is received by the Receiver in accordance with paragraph 7 hereof, the release of the Receiver pursuant to

paragraph 6 hereof and the approvals provided in paragraphs 2 through 4 hereof shall only become effective if the objection is revoked in writing by the objecting party or upon further Order of the Court.



ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO:

MAY 27 2016

PER/PAR: 

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, C. C-43, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF VICTORIAN ORDER OF NURSES FOR CANADA ET AL.

Court File No: CV-15-11192- 00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

DISCHARGE ORDER

Norton Rose Fulbright Canada LLP
Royal Bank Plaza, South Tower, Suite 3800
200 Bay Street, P.O. Box 84
Toronto, Ontario M5J 2Z4 CANADA

Matthew Halpin LSUC#26208F
Tel: 613.780.8654
Email: matthew.halpin@nortonrosefulbright.com

Evan Cobb LSUC #55787N
Tel: 416.216.1929
Fax: 416.216.3930
Email: evan.cobb@nortonrosefulbright.com

Lawyers for the Applicants