Court File No. 03-CL-5145

ONTARIO
SUPERIOR COURT OF JUSTICE
Commercial List

THE HONOURABLE MR. JUSTICE FARLEY	))	**FRIDAY, THE 17th DAY OF DECEMBER, 2004**

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

AND IN THE MATTER OF A PLAN OR PLANS OF COMPROMISE OR ARRANGEMENT OF IVACO INC. AND THE APPLICANTS LISTED IN SCHEDULE "A"

INTERIM ADDITIONAL POWERS ORDER

THIS MOTION, made by the Applicants for an Order for powers, rights, duties and obligations to be added to the Initial Order (as amended) upon Ernst & Young Inc. as Monitor, was heard this day at 393 University Avenue, Toronto, Ontario.

ON READING the Twenty-First Report of the Monitor dated December 14, 2004 (the "Report"), and on hearing the submissions of counsel to the Applicants, the Monitor and others, and on being advised that the Service List was served with the Notice of Motion herein:

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record be and is hereby abridged and that the motion is properly returnable today and that service thereof upon any interested party other than the persons served with the Notice of Motion and the Motion Record is hereby dispensed with.

2. **THIS COURT ORDERS** that, in addition to its role as Monitor pursuant to the Initial Order of the Honourable Mr. Justice Farley made September 16, 2003, as amended, restated or varied by subsequent orders of this Court (the "Initial Order"), Ernst & Young Inc. (the "Monitor") shall also take such further and other steps as are necessary to assist the Applicants in their current circumstances with realization of all current and future assets, undertakings and properties, including without limitation the steps necessary to complete the sale transactions between certain Applicants and The Heico Companies LLC, to realize upon the shares or assets of Docap (1985) Corporation, IFC USA Corp. and IMT Corporation, real property in Trois Riviere, Quebec, Ingersoll, Ontario and Cartersville, Georgia, cash and cash equivalents, causes of action, accounts receivable, tax refunds and supplier deposits (the "Remaining Assets").

3. **THIS COURT ORDERS** that the Monitor is hereby authorized and empowered to direct (subject to further order of this Court) the business, affairs and operations of each of the Applicants as it considers necessary or desirable in order to:

(a) Complete the sale transaction between certain Applicants and Heico Companies, L.L.C., including causing the Applicants to meet or enforce all post-closing obligations;

(b) Realize upon the Remaining Assets through sale, liquidation, shutdown, abandonment or other disposition, in accordance with previous orders made in these proceedings or upon the approval of this Honourable Court in accordance with the limits in the Initial Order;

(c) Complete the claims procedure approved by this Court on June 18, 2004;

(d) Complete the Subsequent Claims Process and D&O Claims Process if and when approved by this Honourable Court;

(e) Make and/or continue such banking arrangements in the name of the Monitor as are necessary to safeguard and preserve the liquid assets of the Applicants and IMT Corporation;

(f) Consult with the Informal Advisory Committee with a view to developing a proposal for the optimal realization of the Remaining Assets including the structure necessary to accomplish that realization and report back seeking the advice and directions of this Honourable Court with its recommendations in that regard;

(g) Cause the Applicants or any of them to execute shareholders resolutions to achieve the realization of the Remaining Assets or any part thereof including without limitation to complete the sale transaction between IMT Corporation and IMT Partnership and to effect the distribution of the proceeds therefrom to IMT Corporation's creditors and shareholders on prior notice to persons potentially affected, including the Pension Benefit Guaranty Corporation and IMT Partnership;

and each of the Applicants and the Partnerships (as defined in the Initial Order) and their respective current and former shareholders, directors, employees, servants, agents, accountants, auditors, representatives and others involved in the business of the Applicants and the Partnerships shall cooperate fully with the Monitor in the exercise of its powers and the discharge of its obligations.

4. **THIS COURT ORDERS** that the Monitor shall also forthwith take control of all books and records that are the property of the Applicants in the Applicants' possession or control and each of the Applicants and all of their current and former

directors, officers, employees, agents, accountants and legal counsel shall assist the Monitor to obtain control of assets, books and records.

5. **THIS COURT ORDERS** that all funds, monies, cheques, instruments, and other forms of payments received or collected by the Monitor from and after the making of this order from any source whatsoever, including without limitation the sale of all or any of the Remaining Assets shall be deposited into one or more new accounts to be opened by the Monitor and the monies standing to the credit of such accounts from time to time, net of any disbursements provided for herein, shall be held by the Monitor to be paid in accordance with the terms of this order or any further order of this Court.

6. **THIS COURT ORDERS** that any expenditure or liability which shall properly be made or incurred by the Monitor, including the fees and disbursements of the Monitor and the fees and disbursements of its legal counsel, incurred at the standard rate and charges of the Monitor and its counsel, shall be allowed to it in passing its accounts and subject to the passing of its accounts (including assessment of legal fees on the basis set out above on the same basis as paragraph 56 of the Initial Order) shall form a first charge on the Remaining Assets and any proceeds thereof *pari passu* with the Administration Charge (as defined in the Initial Order) and the Monitor is hereby authorized and empowered to retain the existing counsel for the Applicants on the same basis as paragraph 56 of the Initial Order and the Chief Restructuring Officer if the Monitor is of the view it is necessary to do so in order to achieve efficient and expeditious realizations.

7. **THIS COURT ORDERS** that the Monitor shall continue to have all of the powers, rights, duties, responsibilities, obligations and protections under the terms of the Initial Order and for greater certainty, paragraphs 53 to 62 of the Initial Order apply to the additional powers, rights, duties and obligations imposed on the

Monitor hereunder and are expressly incorporated by reference herein with respect to the matters addressed herein.

8. **THIS COURT ORDERS** that all actions taken by Ernst & Young Inc. in its capacity as Monitor or otherwise relating to the subject matter of this Order as disclosed in the Twenty-First Report of the Monitor prior to the date hereof shall be and are hereby ratified and approved.

9. **THIS COURT ORDERS** that notwithstanding anything else contained in this Order and notwithstanding that the stay of proceedings has been extended to March 31, 2005, any of the Applicants, the Monitor, any member of the Informal Advisory Committee or any creditor of the Applicants shall be entitled to bring a motion before this Court, on notice to the service list, to seek the appointment of an Interim Receiver, Receiver or Trustee in Bankruptcy with respect to any of the Applicants.

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

DEC 2 1 2004

PER/PAR:

SCHEDULE "A"

Ivaco Inc.
Ivaco Rolling Mills Inc.
Ifastgroupe Inc.
IFC (Fasteners) Inc.
Ifastgroupe Realty Inc.
Docap (1985) Corporation
Florida Sub One Holdings, Inc.
3632610 Canada Inc.

IN THE MATTER OF the *Companies' Creditors Arrangement Act* R.S.C. 1985, c. C-36

Court File No. 03-CL-5145

AND IN THE MATTER of a Plan of Compromise or Arrangement of Ivaco Inc. and the Applicants listed in Schedule "A"

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

ORDER

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