Court File No. 03-CL-5145

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.	)	**FRIDAY, THE 20TH DAY**
	)	
JUSTICE GROUND	)	**OF APRIL, 2007**

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"

Applicants

ORDER

THIS MOTION, made by Ernst & Young Inc., on behalf of and in its capacity as the Court-appointed Monitor of the Applicants listed on Schedule "A" hereto (the "Monitor"), for an order (a) establishing a Subsequent Claims Procedure, (b) declaring that the Indemnity Claims filed by the Directors and Officers of Ivaco and IRM in connection with the D&O Claims filed by the Bank of Nova Scotia are not CCAA Charge Indemnity Claims, (c) approving the allocation of funds held by the Monitor on behalf of Ifastgroupe, (d) accepting the Intercompany Claims filed by the Applicants and seeking this Honourable Court's direction as to the set-off issue, and (e) that the issue of the Monitor, members of the IAC and the Pension Parties being directed to participate in a mediation to settle any outstanding pension matters and any directly or indirectly related inter-creditor issues be returnable 14 days from the date of the return of the motion or such other date as this Honourable Court is able to accommodate, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Thirty-Fourth Report of the Monitor dated March 28, 2007 (the "Thirty-Fourth Report") and the Thirty-Fifth Report of the Monitor dated April 16, 2007 (the "Thirty-Fifth Report"), and on hearing the submissions of counsel for the Monitor, National Bank of Canada, Bank of Nova Scotia, QIT – Fer et Titane Inc., the Informal Committee of Noteholders, the Superintendent of Financial Services and the Ontario Agent for the Quebec Pension Committee of Ivaco Inc., and on being advised that the Service List was served with the Notice of Motion herein:

Subsequent Claims

1. **THIS COURT ORDERS** that any defined term used in this Order and not otherwise defined herein shall have the meaning ascribed to such term in the Order of the Honourable Mr. Justice Farley dated June 18, 2004, as amended by the Order of the Honourable Mr. Justice Ground dated May 26, 2006 (the "Claims Procedure Order").

2. **THIS COURT ORDERS** that the following terms shall have the following meanings ascribed thereto:

(a) "Subsequent Claim Package" means a document package containing a Proof of Claim for a Subsequent Claim and an Instruction Letter regarding completion by Creditors of the Proof of Claim form, substantially in the form attached as Appendix B to the Thirty-Fourth Report of the Monitor, and such other materials the Monitor considers necessary or appropriate; and

(b) "Subsequent Creditor's Dispute Package" means with respect to a Creditor, a copy of the Subsequent Creditor's Proof of Claim and associated Notice of Revision or Disallowance and Notice of Dispute.

3. **THIS COURT ORDERS** that for the purpose of facilitating the identification, settlement and resolution of Subsequent Claims contemplated in the Claims Procedure Order, the Claims Procedure Order shall be amended as directly set forth herein or as indirectly required by the provisions of this Order (the "Subsequent Claims Procedure").

4. **THIS COURT ORDERS** that, in addition to any other amendments to the Claims Procedure Order required by other provisions of this Order, the Claims Procedure Order is amended by deleting paragraph 8 of the Claims Procedure Order.

5. **THIS COURT ORDERS** that, for the purpose of facilitating the identification, settlement and resolution of Subsequent Claims, the Monitor is authorized and directed:

(a) to cause a notice, substantially in the form attached as Appendix C to the Thirty-Fourth Report (the "Subsequent Claim Notice"), to be published in each of The Globe & Mail (National Edition), La Presse (the French language translation thereof) and The Wall Street Journal (National Edition) on or before April 27, 2007;

(b) to cause a copy of the Subsequent Claim Notice and the Subsequent Claim Package to be posted on the Monitor's Website from April 24, 2007 until the Subsequent Claims Bar Date (as defined herein); and

(c) to send a Subsequent Claim Package by email, fax, ordinary mail or courier to any person requesting such material as soon as practicable.

6. **THIS COURT ORDERS** that the "Subsequent Claims Bar Date" defined in the Claims Procedure Order shall be June 8, 2007.

7. **THIS COURT ORDERS** that for purposes of the Subsequent Claims Procedure paragraph 16 of the Claims Procedure Order shall be amended to provide ten (10) Business Days following receipt of the Notice of Revision or Disallowance to deliver a Notice of Dispute.

8. **THIS COURT ORDERS** that for purposes of the Subsequent Claims Procedure paragraph 17 of the Claims Procedure Order shall be amended to provide ten (10) Business Days following receipt of the Notice of Dispute to deliver the Subsequent Creditor's Dispute Package to the Claims Officer.

Indemnity Claims

9. **THIS COURT ORDERS** that defined terms used in this and the following paragraph and not otherwise defined herein shall have the meanings ascribed to such terms in the Order of the Honourable Mr. Justice Farley dated April 19, 2005, as amended by the Order of Justice Farley dated January 16, 2006 and the Order of Justice Ground dated May 26, 2006.

10. **THIS COURT ORDERS** that any Indemnity Claim filed by the Directors and Officers in connection with D&O Claims, DO-IVACO-684 and DO-IRM-314, filed by the Bank of Nova Scotia is not covered by the Directors' Charge and does not constitute a CCAA Charge Indemnity Claim.

Allocation of Proceeds

11. **THIS COURT ORDERS** that the Ifast Sale Proceeds (as defined in the Vesting Order of the Honourable Mr. Justice Farley dated August 18, 2004 and the Second Vesting Order of Justice Farley dated November 30, 2004, together the "Vesting Orders") currently held by the Monitor on behalf of Ifastgroupe, as detailed in paragraphs 116 and 117 of the Thirty-Fourth Report, shall be allocated between Ifastgroupe and IFC on an 80%/20% basis, such that the total $90,437,000 held by the Monitor will be divided among the two entities in the following proportions: Ifastgroupe $72,350,000 and IFC $18,087,000.

12. **THIS COURT ORDERS** that the Monitor is authorized and directed to transfer $18,087,000 (the "IFC Sale Proceeds") from the Ifast Sale Proceeds held by the Monitor, in trust, to stand in place and stead of the assets of IFC purchased as part of the Ifast APA (as defined in the Vesting Orders), and the Monitor shall hold the IFC Sale Proceeds in trust pending further order of this Court.

Intercompany Claims

13. **THIS COURT ORDERS** that the following Intercompany Claims shall be accepted and deemed to constitute Proven Claims, subject to the application of any rights of set-off or compensation:

Ivaco Group of Companies
Intercompany Claims Between Applicants

In CAD$	Claims Filed By:						
Claims Against	Docap	Ifastgroupe	Ifastgroupe Realty	IFC (Fasteners) Inc.	Ivaco Rolling Mills	Ivaco Inc.	**Total**
Docap		411,984				203	**412,187**
Ifastgroupe	1,523		59,008	5,681	1,983,595	986,965	**3,036,772**
Ifastgroupe Realty		19,632,391					**19,632,391**
IFC (Fasteners) Inc.		48,353,849					**48,353,849**
Ivaco Rolling Mills		551,981				424,192	**976,173**
Ivaco Inc.		2,695,605		55,935	54,850,061		**57,601,601**
Total	**1,523**	**71,645,810**	**59,008**	**61,617**	**56,833,656**	**1,411,360**	**130,012,974**

Mediation

14. **THIS COURT ORDERS** that the issue of directing representatives of the National Bank of Canada, Bank of Nova Scotia, QIT – Fer et Titane Inc., the Informal Committee of Noteholders, the Superintendent of Financial Services, the Pension Committee of Ivaco Inc., RBC Dexia Investor Services Trust and the Monitor, to participate in a mediation before the Honourable Regional Senior Justice Winkler in respect of the outstanding issues regarding the pension matters and any directly or indirectly related inter-creditor issues described in the Thirty-Fourth Report and the Thirty-Fifth Report (the "Mediation") shall be returnable on May 9, 2007.

Approval of Monitor's Report

15. **THIS COURT ORDERS** that the Thirty-Fourth Report and the Thirty-Fifth Report are accepted and the actions and activities of the Monitor described therein are hereby approved.

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

APR 2 4 2007

PER/PAR:

SCHEDULE "A"

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 as amended

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

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, ON M5L 1B9

Peter F. C. Howard LSUC #22056F
Tel: 416-869-5613

Ashley John Taylor LSUC #39932E
Tel: 416-869-5236
Fax: 416-947-0866

Solicitors for Ernst & Young Inc., the Court- appointed Monitor