

2019



Hfx No. 484742

IN THE SUPREME COURT OF NOVA SCOTIA

IN THE MATTER OF:

Application by Quadriga Fintech Solutions Corp., Whiteside Capital Corporation and 0984750 B.C. Ltd. d/b/a Quadriga CX and Quadriga Coin Exchange (collectively, the "**Applicants**"), for relief under the *Companies' Creditors Arrangement Act*

ORDER

(Re Third Party Payment Processors – POS Connect Inc., Costodian Inc., BillerFY Labs Inc., ePADregistry Inc., POSConnect Inc., Armourga Financial Group Corp. and Interbank Smart Ledger Consortium Corp.)

BEFORE THE HONOURABLE CHIEF JUSTICE MICHAEL J. WOOD

UPON MOTION, in the proceedings of Quadriga Fintech Solutions Corp., Whiteside Capital Corporation, and 0984750 B.C. Ltd. dba Quadriga CX and Quadriga Coin Exchange (collectively, the "**Applicants**"), under the *Companies' Creditors Arrangement Act* (the "**CCAA Proceedings**") by Ernst & Young Inc. ("**EY**"), in its capacity as Court-appointed Monitor and/or trustee-in-bankruptcy of the Applicants in respect of any proceedings under the *Bankruptcy and Insolvency Act* (Canada) (the "**Monitor**");

UPON READING the Fourth Report of the Monitor dated April 1, 2019;

AND UPON HEARING counsel to the Applicants, counsel for the Monitor, Representative Counsel of the Affected Users and such other individuals who appeared and were heard on the Motion;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. If necessary, the service of the Notice of Motion, the Motion Record and supporting documents are hereby abridged and service is hereby deemed adequate notice so that the Motion is properly returnable today and further service thereof is hereby dispensed with.
2. Costodian Inc. ("**Costodian**"), BillerFY Labs Inc. ("**BillerFY**"), ePADregistry Inc. ("**ePAD**"), Armourga Financial Group Corp. ("**Armourga**") and Interbank Smart Ledger Consortium Corp. ("**Interbank**") shall forthwith deliver copies of all books, documents, and accounting records, and any other papers, records and information related to Property that Costodian, BillerFY, ePAD, Armourga or Interbank hold or previously held, including account statements in respect of bank accounts that hold or held Property, deposit and withdraw transaction information related to the Property that Costodian,

BillerFY, ePAD, Armourga or Interbank hold or held, the identities of depositors of Property and recipients of Property that Costodian, BillerFY, ePAD, Armourga or Interbank hold or held, directions received by Costodian, BillerFY, ePAD, Armourga and/or Interbank from the Applicants in respect of distribution of Property and other information and documents reasonably required to ascertain the location of the Applicants' Property.

3. Within ten (10) business days of the Order, POSConnect Inc. ("POSConnect"), Costodian, BillerFY, ePAD, Armourga and Interbank shall deliver any Property in the possession of Costodian, BillerFY, ePAD, Armourga or Interbank to the Monitor.

General

4. Any dispute regarding the amount of Property held by Costodian, BillerFY, ePAD, Armourga, Interbank and POSConnect shall be determined by this Court on a motion returnable on at least seven (7) days' notice to the applicable parties in respect of the dispute.
5. All of the terms of this Order shall continue to apply in any proceedings in respect of the Applicants under the *Bankruptcy and Insolvency Act* (Canada) *mutatis mutandis*.
6. The aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction outside of Nova Scotia, including the United States or Singapore, is requested to give effect to this Order and to assist the Applicants, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.
7. This Order and all of its provisions are effective as of 12:01 a.m. Atlantic Standard Time on the 18th day of April, 2019.

Issued at Halifax, Province of Nova Scotia, this 18 day of April, 2019.


AMANDA HAWBOLDT
Deputy Prothonotary