

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

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 OF COMPROMISE OR
ARRANGEMENT OF PERASO TECHNOLOGIES INC.

(the "**Applicant**")

MONITOR'S CERTIFICATE

RECITALS

- A. Ernst & Young Inc. ("**EY**") was appointed as the Monitor of the Applicant in the within proceedings commenced under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") pursuant to an Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated June 3, 2020 (as amended and restated on June 12, 2020, the "**Initial Order**").
- B. Pursuant to an Order of this Court dated October 28, 2020 (the "**CCAA Termination Order**"), among other things, EY shall be discharged as Monitor and the Applicant's CCAA proceedings shall be terminated upon the service of this Monitor's Certificate on the Service List, all in accordance with the terms of the CCAA Termination Order.
- C. Unless otherwise indicated herein, capitalized terms used in this Monitor's Certificate shall have the meanings given to them in the CCAA Termination Order.

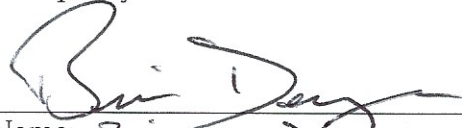
THE MONITOR CERTIFIES the following:

- 1. The Monitor has been advised in writing by counsel for the Applicant that all Remaining Activities (as defined in the affidavit of Ronald Glibbery affirmed October 26, 2020) have been completed.

ACCORDINGLY, the CCAA Termination Time as defined in the CCAA Termination Order has occurred.

DATED at Toronto, Ontario, this 2nd day of November, 2020.

ERNST & YOUNG INC., in its capacity as Monitor of the Applicant, and not in its personal capacity

Per: 

Name: Brian M. Denega

Title: Senior Vice President

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Court File No.: CV-20-00642010-00CL

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SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
Proceeding commenced at Toronto

MONITOR'S CERTIFICATE

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