

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE	)	MONDAY, THE 10 TH
	)	
JUSTICE DIETRICH	)	DAY OF JANUARY, 2022

B E T W E E N:

IBM CANADA LTD.

Applicant

- and -

BEAMSCOPE CANADA INC.

Respondent

DISCHARGE ORDER

THIS MOTION, made by IBM Canada Ltd. (“**IBM**”) for an Order, *inter alia*, discharging Ernst & Young Inc., in its capacity as receiver and manager without security (the “**Receiver**”) over all the assets, property and undertaking of Beamscope Canada Inc. (the “**Debtor**”) pursuant to an Order of this Court dated March 16, 2001 (the “**Appointment Order**”) was heard this day via videoconference.

ON READING the Third and Final Report of the Receiver dated December 22, 2021 (the “**Final Report**”), and on hearing the submissions of counsel to IBM and such other counsel as were present, no one else appearing for any other person:

APPROVAL OF THE FINAL REPORT, ACTIVITIES AND FEES

1. **THIS COURT ORDERS** that the Final Report, and the activities of the Receiver referred to therein, be and are hereby approved; provided, however, that only the Receiver, in its personal capacity and only with respect to its own personal liability, shall be entitled to reply upon or utilize in any way such approval.

2. **THIS COURT ORDERS** that the fees and disbursements of the Receiver, as set out in the Final Report and in the affidavit of Alexander Morrison sworn December 13, 2021, are hereby approved.

3. **THIS COURT ORDERS** that the Final Statement of Receipts and Disbursements, as defined and detailed in the Final Report, is hereby approved.

DISTRIBUTION

4. **THIS COURT ORDERS** that, after payment of the fees and disbursements of the Receiver and counsel to IBM, the Receiver shall pay the monies remaining in its hands, if any, to IBM.

DISCHARGE OF RECEIVER

5. **THIS COURT ORDERS** that, upon the issuance of a certificate by the Receiver substantially in the form attached hereto as Schedule “A” confirming that all matters to be attended to in connection with the receivership of the Debtor have been completed to the satisfaction of the Receiver (the “**Receiver’s Discharge Certificate**”), the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtor, provided however that, notwithstanding such discharge, the Receiver shall remain Receiver for the performance of such incidental matters as may be required to complete the administration of the receivership (the “**Receiver Incidental Matters**”).

6. **THIS COURT ORDERS** that, notwithstanding the discharge of the Receiver upon the issuance of the Receiver’s Discharge Certificate, the Receiver shall continue to have the benefit of any of the rights, approvals, protections, releases and stays of proceedings in favour of the

Receiver at law or pursuant to the Appointment Order or any other order made in these proceedings, including in connection with any Receiver Incidental Matters.

GENERAL

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States or any other jurisdiction to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, and regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

8. **THIS COURT ORDERS** that this order is effective as of the date hereof without the need for entry or filing.

_____

Schedule A – Form of Receiver’s Discharge Certificate

Court File No. 01-CL-4063

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RECEIVER’S DISCHARGE CERTIFICATE

RECITALS

A. Pursuant to an Order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated March 16, 2001, Ernst & Young Inc. was appointed as receiver and manager without security (the “**Receiver**”) of all the assets, property and undertaking of Beamscope Canada Inc. (the “**Debtor**”).

B. Pursuant to an Order of the Court dated January 10, 2022, the Receiver shall be discharged as Receiver of the Debtor upon the issuance of a certificate by the Receiver confirming that all matters to be attended to in connection with the receivership of the Debtor have been completed to the satisfaction of the Receiver.

THE RECEIVER CERTIFIES the following:

1. All matters to be attended to in connection with the receivership of the Debtor have been completed to the satisfaction of the Receiver.
2. This certificate was issued by the Receiver at _____ [TIME] on _____ [DATE].

Ernst & Young Inc., in its capacity as court-appointed receiver and manager of Beamscope Canada Inc. and not in its personal or corporate capacity

Per: _____

Name:

Title:

IBM CANADA LTD.
Applicant

- and -

BEAMSCOPE CANADA INC.
Respondent

Court File No. 01-CL-4063

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

DISCHARGE ORDER

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