

Court File No. CV-16-11318-00CL

*ONTARIO*  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

BETWEEN:

**ROYAL BANK OF CANADA**

Applicant

- and -

**ACCULINK FENCE & WIRE INC.**

Respondent

**RECEIVER'S CERTIFICATE**

**RECITALS**

- I. Pursuant to an Order of the Honourable Justice Conway of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated March 21, 2016, KPMG Inc. ("**KPMG**") was appointed as the receiver (in such capacity, the "**Receiver**"), without security, of all of the assets, undertakings and properties of Acculink Fence & Wire Inc. (the "**Debtor**").
  
- II. Pursuant to an Order of the Court dated June 2, 2016, the Court approved the agreement of purchase and sale between the Receiver, as vendor, and Roma Fence Limited (the "**Purchaser**"), as purchaser, dated April 28, 2016 (the "**Sale Agreement**"), and provided for the vesting in the Purchaser of all the Debtor's right, title and interest in and to the Purchased Assets (as defined in the Sale Agreement), which vesting is to be effective with respect to the Purchased Assets upon the delivery by the Receiver to the Purchaser of a certificate confirming: (i) the payment by the Purchaser of the purchase price for the Purchased Assets; (ii) that the conditions

to closing as set out in the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser; and (iii) the transaction has been completed to the satisfaction of the Receiver.

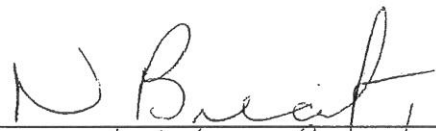
III. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Sale Agreement.

**THE RECEIVER CERTIFIES** the following:

1. The Purchaser has paid and the Receiver has received the purchase price for the Purchased Assets payable on the closing date pursuant to the Sale Agreement;
2. The conditions to closing as set out in the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser;
3. The Transaction has been completed to the satisfaction of the Receiver; and
4. This Certificate was delivered by the Receiver at 4:50 pm on June 17, 2016.

**KPMG INC.**, solely in its capacity as the Court-appointed receiver of all the assets, undertakings and properties of Acculink Fence & Wire Inc.

Per:

  
Name: Nicholas Bizartou  
Title: President

ROYAL BANK OF CANADA

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Proceedings commenced at Toronto

**RECEIVER'S CERTIFICATE**

**AIRD & BERLIS LLP**  
Barristers and Solicitors  
Brookfield Place  
181 Bay Street, Suite 1800  
Toronto, ON M5J 2T9

**Sanjeev P.R. Mitra (LSUC # 37934U)**  
Tel: (416) 865-3085  
Fax: (416) 863-1515  
E-mail: [smitra@airdberlis.com](mailto:smitra@airdberlis.com)

**Jeremy Nemers (LSUC # 66410Q)**  
Tel: (416) 865-7724  
Fax: (416) 863-1515  
E-mail: [jnemers@airdberlis.com](mailto:jnemers@airdberlis.com)

*Lawyers for KPMG Inc., in its capacity as the Receiver*