



Court File No. CV-15-11199-00CL

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

**BETWEEN:**

**HSBC BANK CANADA**

**Applicant**

**- and -**

**SUPEREX CANADA LIMITED/SUPEREX CANADA LIMITEE  
AND PRONTO INNOVATIONS**

**Respondent**

**RECEIVER'S DISCHARGE CERTIFICATE**

**RECITALS**

(A) Pursuant to an Order of the Honourable Justice Conway of the Ontario Superior Court of Justice [Commercial List] (the "Court") dated December 3, 2015 (the "Receivership Order"), KPMG Inc. ("KPMG") was appointed as receiver and manager (the "Receiver"), without security, of the property, assets and undertaking of Superex Canada Limited/Superex Canada Limitee ("Superex") and Pronto Innovations ("Pronto" and together with Superex the "Debtors").

(B) Pursuant to an Order of the Court dated May 16, 2016 (the “Discharge Order”), KPMG was discharged as the Receiver of the Debtors, to be effective upon the filing by the Receiver with the Court of a certificate confirming that all matters to be attended to in connection with the receivership of the Debtors have been completed to the satisfaction of the Receiver, provided, however, that notwithstanding its discharge: (a) KPMG will remain the Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership; and (b) KPMG and the Receiver will continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of KPMG, in its capacity as the Receiver, including, without limitation, the Receiver’s Charge (as defined in the Receivership Order).

(C) Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Distribution and Discharge Order.

**THE RECEIVER CERTIFIES** the following:

1. all matters to be attended to in connection with the receivership of the Debtors have been completed to the satisfaction of the Receiver; and
2. this Certificate was filed by the Receiver with the Court on the 22<sup>th</sup> day of November, 2016.

**KPMG INC.**, solely in its capacity as the Court-appointed receiver and manager of Superex Canada Limited/Superex Canada Limitee and Pronto Innovations

Per: Jorden Sleeth

Name: Jorden Sleeth

Title: *Senior Vice President*

**HSBC BANK CANADA** – Applicant

- and -

**SUPEREX CANADA LIMITED Et Al.** – Respondent

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**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**(BANKRUPTCY AND INSOLVENCY)**

(PROCEEDING COMMENCED AT TORONTO, ONTARIO)

**RECEIVER'S DISCHARGE CERTIFICATE**

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receiver and manager of Superex Canada Limited/Superex Canada  
Limited and Pronto Innovations