Court File No. CV-16-11290-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE REGIONAL SENIOR JUSTICE MORAWETZ	)))	FRIDAY, THE 25th DAY OF NOVEMBER , 2016

IN THE MATTER OF MAPLE BANK GmbH

AND IN THE MATTER OF THE *WINDING-UP AND RESTRUCTURING ACT*, R.S.C. 1985, C.W-11, AS AMENDED

AND IN THE MATTER OF THE *BANK ACT*, S.C. 1991, C.46, AS AMENDED

BETWEEN:

ATTORNEY GENERAL OF CANADA

Applicant

and

MAPLE BANK GmbH

Respondent

DISTRIBUTION ORDER

THIS MOTION, made by KPMG Inc. ("**KPMG**"), in its capacity as the Court-appointed Liquidator (the "**Liquidator**") pursuant to the *Winding-Up and Restructuring Act*, R.S.C. 1985, c. W-11. as amended ("**WURA**") of the business in Canada (the "**Business**") of Maple Bank GmbH ("**Maple Bank**") and its assets as defined in section 618 of the *Bank Act*, S.C. 1991, C.46, as amended (the "**Bank Act**") for an order:

(a) abridging the time for service of the amended Notice of Motion and the Motion Record, herein, if required, and validating service so that the Motion is properly returnable on the proposed date and dispensing with the requirement for any further service thereof;

(b) approving the Third Report of the Liquidator dated June 2, 2016 (the "**Third Report**") and the Ninth Report of the Liquidator dated November 16, 2016 (the "**Ninth Report**") and the activities of the Liquidator as set out in the Third Report and the Ninth Report;

(c) authorizing and directing the Liquidator to make a distribution, in full, to creditors of Maple Bank, Toronto Branch (the "**Toronto Branch**") with Proven Claims (that have been allowed in whole or in part), inclusive of statutory interest in the amount of 5% per annum in accordance with section 158.1(2) of the WURA (the "**Distribution**") on, or after December 19, 2016 (the "**Distribution Date**");

(d) approving the notice to creditors of the Toronto Branch to be published in the National Edition of the Globe and Mail and the International Edition of the Wall Street Journal giving notice of the Distribution by the Distribution Date substantially in the form of the notice attached as Schedule "**A**", hereto (the "**Distribution Notice**");

(e) approving the Receipts and Disbursements ("**R&D**") for the Toronto Branch for the period from February 16, 2016 to October 31, 2016; and

(f) such further relief as may be required in the circumstances and which this Court deems as just and equitable,

was heard this day at 361 University Avenue, Toronto, Ontario.

ON READING the Third Report, the Ninth Report and the Supplemental Report to the Ninth Report dated November 24, 2016 and on hearing the submissions of counsel for the Liquidator and counsel for the German Insolvency Administrator of Maple Bank, counsel for Radius Financial Inc., counsel for Don Scott, counsel for Paul Lishman and no one else

appearing although served as evidenced by the Affidavit of Service of Frances Dunne sworn November 17, 2016 and the Affidavit of Service of Thomas Gertner sworn November 25, 2016, filed,

Service / Approval of the Activities of Liquidator

1. **THIS COURT ORDERS** that all defined terms used herein, not otherwise defined shall have the meaning attributed to them in the Claims Procedure Order.

2. **THIS COURT ORDERS**, that the time for service of the amended Notice of Motion and the Motion Record is validated so that the Motion is properly returnable today and hereby dispenses with further service thereof, including without limitation, any prescribed notice requirements under the WURA.

3. **THIS COURT ORDERS** that the Third Report and the Ninth Report and the activities of the Liquidator as set out in the Third Report and the Ninth Report be and are hereby approved.

Approval of the Distribution

4. **THIS COURT ORDERS** that the Liquidator is hereby authorized and directed to make the Distribution to creditors of the Toronto Branch with Proven Claims (that have been allowed in whole or in part), inclusive of statutory interest in the amount of 5% per annum in accordance with section 158.1(2) of the WURA, on, or after the Distribution Date.

5. **THIS COURT ORDERS** that the Distribution Notice be and is hereby approved.

General

6. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States, the Republic of Germany, including the assistance of the Amtsgericht Frankfurt am Main [Insolvency Court] to give effect to this Order and to assist the Liquidator and its 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 Liquidator, as an officer of

this Court, as may be necessary or desirable to give effect to this Order or to assist the Liquidator and its agents in carrying out the terms of this Order.

ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO:

NOV 25 2016

PER / PAR:

Schedule "A"

NOTICE TO CREDITORS
of MAPLE BANK GmbH, TORONTO BRANCH
(also known as Maple Bank – Toronto Branch)
(hereinafter referred to as "Maple Bank")

RE: NOTICE OF FIRST DISTRIBUTION FOR MAPLE BANK PURSUANT TO THE *WINDING-UP AND RESTRUCTURING ACT* (the "WURA")

PLEASE TAKE NOTICE that this notice is being published pursuant to an Order of the Superior Court of Justice of Ontario [Commercial List] made November 25, 2016 (the "**Distribution Order**"). The Distribution Order provides for the approval of a first distribution to Maple Bank's creditors who have submitted a proof of claim that has been accepted and admitted by the Liquidator; on or after December 19, 2016 (the "**Distribution Date**"). This notice is provided to advise all creditors of Maple Bank of the distribution on or after the Distribution Date and to request that any creditor that has not yet filed a proof of claim with the Liquidator to do so forthwith to ensure that their claim is submitted to the Liquidator **PRIOR TO THE DISTRIBUTION DATE** for consideration by the Liquidator. Creditors who have already submitted a Proof of Claim are **NOT** required to re-submit a Proof of Claim as a result of this notice. Creditors can obtain the Order and a Proof of Claim package from the website of the Liquidator (http://www.kpmg.com/ca/maplebank) or by contacting the Liquidator by telephone (416) 777- 3091, by fax (416) 777-3364 or by email (svendedic@kpmg.ca).

Proofs of Claim must be submitted to the Liquidator **by 4:00p.m. Eastern Time on December 16, 2016** for any claim against (a) Maple Bank, whether unliquidated, contingent or otherwise, in each case where the claim (i) arose on or prior to February 16, 2016 (the "**Winding-Up Date**"), or (ii) arose after the Winding-Up Date as a result of the termination, repudiation or disclaimer of any lease, contract, employment agreement or other agreement. Please consult the Proof of Claim package for more details.

TAKE NOTE THAT FAILURE TO SEND IN A PROOF OF CLAIM BY 4:00 P.M. EASTERN TIME ON DECEMBER 16, 2016 WILL RESULT IN DISTRIBUTIONS BEING MADE WITHOUT REGARD TO ANY CLAIM NOT SUBMITTED BY THAT DATE.

Completed Proofs of Claim must be received by the Liquidator by 4:00 p.m. (Eastern Time) on December 16, 2016. It is your responsibility to ensure that the Liquidator receives your Proof of Claim by the above-noted time and date.

DATED at Toronto this _____day of _____, 2016.

KPMG Inc. in its capacity as Court-appointed
Liquidator of Maple Bank GmbH, (Toronto Branch)
Bay Adelaide Centre
333 Bay Street, Suite 4600
Toronto, ON M5H 2S5, Canada

Attention: Sven Dedic: svendedic@kpmg.ca
Fax: (416) 777-3364
Phone: (416) 777-3091

Court File No.: CV-16-11290-00CL

ATTORNEY GENERAL OF CANADA – Applicant - and - **MAPLE BANK GmbH.**, – Respondent

ONTARIO
SUPERIOR COURT OF JUSTICE
[COMMERCIAL LIST]

(PROCEEDING COMMENCED AT TORONTO, ONTARIO)

DISTRIBUTION ORDER

GOWLING WLG (CANADA) LLP
Barristers and Solicitors
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100 King Street West, Suite 1600
Toronto, ON M5X 1G5

Alex MacFarlane (LSUC No.: 28133Q)
Thomas Gertner (LSUC No.: 67756S)

Tel: (416) 862-3509
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Lawyers for KPMG Inc. in its capacity as the Court-appointed Liquidator of the business in Canada of Maple Bank GmbH and its assets as defined in section 618 of the *Bank Act*.