

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

**THE HONOURABLE MR.**

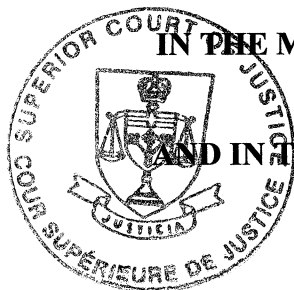
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**THURSDAY, THE 22<sup>nd</sup>**

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**JUSTICE MORAWETZ**

**DAY OF DECEMBER, 2011**



**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 NELSON FINANCIAL GROUP LTD.**

**Applicant**

**ORDER  
(Discharge of Interim Operating Officer)**

**THE MOTION**, made by Sherry Townsend, in her capacity as the Interim Operating Officer of Nelson Financial Group Ltd. appointed by this Court (the "IOO"), was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion and the Motion Record, including the First Report of the IOO dated February 18, 2011, the Supplement to the First Report dated March 24, 2011, the Second Report of the IOO dated April 18, 2011, and the Third Report of the IOO dated August 8, 2011, and the affidavit sworn by Sherry Townsend on September 30, 2011, and on hearing the submissions of counsel for the IOO, the Representative Counsel, counsel for the Monitor, and counsel for Lendcare Financial Services Inc., no other persons appearing although duly served, and having considered the consent of the Applicant;

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record in respect of this motion be and it is hereby abridged and the service of the Notice of Motion and Motion Record herein as effected by the Applicant is hereby validated in all respects and any further service is dispensed with;
  
2. **THIS COURT ORDERS** that the Interim Operating Officer is hereby given leave to amend her First Report by deleting therefrom the penultimate sentence of paragraph 12, <sup>HTB</sup> that she is directed to file such amended First Report in place of the ~~First Report presently on the Court file~~ <sup>R</sup> and that further service of the amended First Report is dispensed with;
  
3. **THIS COURT ORDERS** that the Monitor and the Representative Counsel be and they are hereby directed to post the amended First Report on the websites administered by each of them, <sup>ST</sup> pertaining to these proceedings, ~~in place of the original First Report and, for greater certainty, to remove the original First Report from such websites.~~ <sup>ST</sup>
  
4. **THIS COURT ORDERS** that the actions and activities of the Interim Operating Officer, as set out in her reports dated February 18 (as amended), March 24, April 18, and July 28, 2011, be and the same are hereby approved;
  
5. **THIS COURT ORDERS** that the fees and expense reimbursements paid to the IOO by the Applicant pursuant to the Engagement Letter as detailed in the affidavit of Sherry Townsend sworn September 30, 2011 be and the same are hereby approved;

6. **THIS COURT ORDERS** that the Interim Operating Officer of the Applicant be and she is hereby discharged and released of and from all duties, authorities and responsibilities imposed upon the Interim Operating Officer pursuant to the Order of the Honourable Madam Justice Pepall made on November 22, 2010 and any subsequent Orders made in this proceeding, provided that notwithstanding her discharge the Interim Operating Officer shall 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 the IOO in her capacity as Interim Operating Officer and in respect of all acts done as such.

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

DEC 22 2011

PER/PAR:



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 NELSON FINANCIAL GROUP LTD.  
Applicant

Court File No. 10-8630-00CL

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**ONTARIO**  
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**(COMMERCIAL LIST)**

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**ORDER**  
**(Discharge of Interim Operating Officer)**

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Interim Operating Officer