

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE

JUSTICE

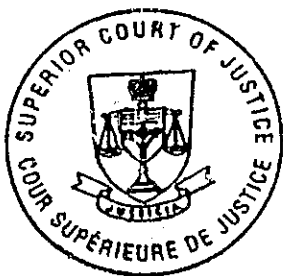
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TUESDAY, THE 31ST

DAY OF JANUARY, 2017

BETWEEN:



ROYAL BANK OF CANADA

Plaintiff

- and -

AMBER LITE INC., AMBER LIGHTING LIMITED,
2213240 ONTARIO INC. and ALKA BHARGAVA

Defendants

APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY*
ACT, R.S.C. 1985, c. B-3, AS AMENDED AND SECTION 101 OF THE *COURTS OF JUSTICE*
ACT, R.S.O. c. C.43, AS AMENDED

DISCHARGE ORDER

THIS MOTION, made by Grant Thornton Limited in its capacity as the Court-appointed receiver (the "**Receiver**") of the undertaking, property and assets of Amber Lite Inc. ("**Amber Lite**"), Amber Lighting Limited ("**Amber Lighting**") and 2213240 Ontario Inc. ("**2213240**" and together with Amber Lite and Amber Lighting are the "**Debtors**"), for an order:

1. approving the activities of the Receiver as set out in the report of the Receiver dated January 19, 2017 (the "**Report**");
2. approving the fees and disbursements of the Receiver and its counsel;
3. approving the Receiver's Final Statement of Receipts and Disbursements;
4. approving the distribution of the remaining proceeds available in the estate of the Debtor;

5. authorizing the Receiver to deliver or destroy the Books and Records (as defined in the Report) in the manner described in the Report;
6. discharging Grant Thornton Limited as Receiver of the undertaking, property and assets of the Debtor; and
7. releasing Grant Thornton Limited from any and all liability, as set out in paragraph 5 of this Order,

was heard this day at 330 University Avenue, Toronto, Ontario.

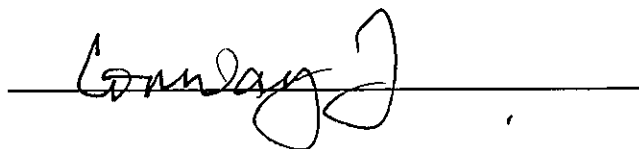
ON READING the Report, the affidavits of the Receiver and its counsel as to fees (the "Fee Affidavits"), and on hearing the submissions of counsel for the Receiver, no one else appearing although served as evidenced by the Affidavit of Victoria Gifford sworn January 20, 2017, filed;

1. **THIS COURT ORDERS** that the activities of the Receiver, as set out in the Report, including the confidential appendices referenced therein, are hereby approved.
2. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its counsel, as set out in the Report and the Fee Affidavits, and the Receiver's Final Statement of Receipts and Disbursements dated January 19, 2017, are hereby approved.
3. **THIS COURT ORDERS** that, after payment of the fees and disbursements herein approved, the Receiver shall pay the monies remaining in its hands as follows (all defined terms in this paragraph having the meaning ascribed to them in the Report):
 - (a) pay the Amber Lighting Available Funds to Royal Bank of Canada ("RBC") to be applied against the Amber Lighting Indebtedness;
 - (b) pay the Westmore Drive Net Sale Proceeds to RBC to be applied to the Amber Lighting Indebtedness; and
 - (c) pay the 221 Available Funds to RBC to be applied to the 221 Indebtedness.
4. **THIS COURT ORDERS** that upon payment of the amounts set out in paragraph 3 hereof, and upon the Receiver filing a certificate certifying that it has completed the other activities described in the Report, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtors, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the

Receiver 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 Grant Thornton Limited in its capacity as Receiver.

5. **THIS COURT AUTHORIZES** the Receiver to destroy all of the Debtors' books and records in its possession 30 days after the granting of this Order (the "**Deadline Date**") unless: (a) Mr. Sundeep Bhargava has taken possession of the Debtors' books and records by the Deadline Date; or (b) an interested party has obtained an Order by the Deadline Date requiring the Receiver to release the books and records to a third party.

6. **THIS COURT ORDERS AND DECLARES** that Grant Thornton Limited is hereby released and discharged from any and all liability that Grant Thornton Limited now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions Grant Thornton Limited while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, Grant Thornton Limited is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.



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

JAN 31 2017

PER / PAR: 

ROYAL BANK OF CANADA
Plaintiff

and

AMBER LITE INC. *et al.*
Defendants

Court File No. CV-15-11072-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at **TORONTO**

DISCHARGE ORDER

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