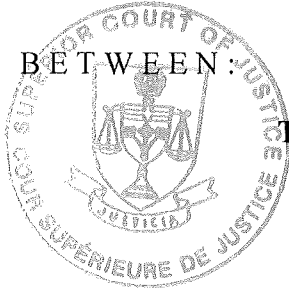


**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE MR.) FRIDAY, THE 6TH DAY
)
JUSTICE WILTON - SIEGEL) OF MARCH, 2015



BETWEEN:



TRISURA GUARANTEE INSURANCE COMPANY

Applicant

- and -

**EBERSOLE EXCAVATING INC. AND D&S
RAILWAY CONSTRUCTION INC.**

Respondents

**IN THE MATTER OF AN APPLICATION PURSUANT TO SECTION 47 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. 1990, c. C.43, AS AMENDED**

**AND IN THE MATTER OF SECTION 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. 1990, c. C.43, AS AMENDED**

DISCHARGE ORDER

THIS MOTION, made by Grant Thornton Limited (“GTL”), in its capacities as the Court-appointed interim receiver (in such capacity, the “**Interim Receiver**”) and receiver (in such capacity, the “**Receiver**”), without security, of all of the assets, undertakings and properties of Ebersole Excavating Inc. and D&S Railway Construction Inc. (collectively, the “**Debtors**”), for an order, among other things: (i) discharging GTL as Interim Receiver of the assets,

undertakings and properties of the Debtors; and (ii) releasing GTL from any and all liability as Interim Receiver, as set out in paragraph 3 of this Order, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the First Report of the Receiver dated February 24, 2015 and the appendices thereto, and on hearing the submissions of counsel for the Interim Receiver and Receiver, counsel for Trisura Guarantee Insurance Company and such other counsel as were present, no one appearing for any other person on the service list, although duly served as appears from the affidavit of Eunice Baltkois sworn February 25, 2015, filed,

1. **THIS COURT ORDERS** that the time for service and filing of the notice of motion and the motion record is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the Interim Receiver shall be discharged as Interim Receiver of the assets, undertakings and properties of the Debtors, provided however that notwithstanding its discharge herein: (a) the Interim Receiver shall remain Interim Receiver for the performance of such incidental duties as may be required to complete the administration of the interim receivership herein; and (b) the Interim 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 GTL in its capacity as the Interim Receiver.

3. **THIS COURT ORDERS AND DECLARES** that GTL is hereby released and discharged from any and all liability that GTL now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of GTL while acting in its capacity as the Interim Receiver herein, save and except for any gross negligence or wilful misconduct on the Interim Receiver's

part. Without limiting the generality of the foregoing, GTL 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 Interim Receiver's part.

M. J. J. J.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO. *X*

MAR 6 2015

TRISURA GUARANTEE INSURANCE COMPANY

- and -

EBERSOLE EXCAVATING INC., et al.

Applicant

Respondents

Court File No. CV-14-10766-00CL

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

Proceedings commenced at Toronto

DISCHARGE ORDER

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Lawyers for Grant Thornton Limited, in its capacities as the Court-appointed interim receiver and receiver of Ebersole Excavating Inc. and D&S Railway Construction Inc.