



SUPERIOR COURT OF JUSTICE

Counsel Slip for Justice Conway

May 13, 2022

In the Matter of: Sungard Availability Services -v- Digital Toronto Nominee Inc.

Court File No. CV-22-679628-00CL

COUNSEL:

Ms. Natalie E. Levine / 416-860-6568 / nlevine@cassels.com

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(for Sungard Availability Services – Canada Ltd./Sungard Services de Continuite des Affaires (Canada) ltee)

Mr. Sean Zweig / 416-777-6254 / zweigs@bennettjones.com

Mr. Thomas Gray / 416-777-7924 / grayt@bennettjones.com

(Counsel to Alvarez & Marsal Canada Inc. in its capacity as Information Officer)

Ms. Monica Fahiem / 416-597-6087 / mfaheim@millerthomson.com

(Canadian Counsel to PNC Bank, National Association, as agent)

Ms. Katia Pietrunti / 514-376-1975 x 386 / katia@vistaprops.com

(QAB #1 Investments Ltd.)

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OTHER PARTIES IN ATTENDANCE

Mr. Josh Nevsky (*Information Officer, A&M*)

REGISTRAR: K. BACHEW

REPORTER: N/A

Conway J. Endorsement Released May 16, 2022

This is a further motion for recognition of four orders granted by the U.S. Bankruptcy Court: the Final DIP Order, the Final Cash Management Order, the Bidding Procedures Order, and the Bar Date Order. The motion is unopposed. The Information Officer recommends the recognition of the orders as being necessary to the Debtors' continued business operations and to advance the restructuring proceedings, all as set out in its First Report.

Ms. Dietrich walked the court through the Final DIP Order at the hearing and explained the provisions that resulted from a settlement with the statutory committee of unsecured claimholders such that they would not oppose the roll-up provisions of the DIP financing and instead work towards developing a workable plan (para. 49). She also pointed out the negotiated amendments made to satisfy the concerns of the Texas Taxing Authorities (para. 50) and the Surety (para. 51), by not priming their interests. Once those amendments were made to the Interim DIP Order, the Final DIP Order proceeded on a consent/unopposed basis. I have now received and reviewed the Information Officer's Supplement to the First Report with respect to the roll-up of a small amount of debt that would otherwise not have been secured against the assets of Sungard AS Canada and will now be secured debt. I am prepared to recognize the Final DIP Order.

The other three orders are satisfactory and I am prepared to recognize them.

Recognition order to go as signed by me and attached to this endorsement. This order is effective from today's date and is enforceable without the need for entry and filing.

I have scheduled another motion date **before me on June 2, 2022 at 9:30 a.m. for 30 minutes (confirmed with the CL office)**. The Applicants will be seeking recognition of two more orders at that time.

A handwritten signature in blue ink, appearing to read "Conway J.", is located at the bottom left of the page.