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Toronto

Court File No. CV-22-00679628-00CL

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

THE HONOURABLE MADAM	)	THURSDAY, THE 14 <sup>th</sup>
	)	
JUSTICE CONWAY	)	DAY OF APRIL, 2022

IN THE MATTER OF THE *COMPANIES' CREDITORS*  
*ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF SUNGARD AVAILABILITY SERVICES  
(CANADA) LTD./SUNGARD, SERVICES DE CONTINUITE DES  
AFFAIRES (CANADA) LTEE

APPLICATION OF SUNGARD AVAILABILITY SERVICES (CANADA)  
LTD./SUNGARD, SERVICES DE CONTINUITE DES AFFAIRES  
(CANADA) LTEE UNDER SECTION 46 OF THE *COMPANIES'*  
*CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS  
AMENDED

**INITIAL RECOGNITION ORDER**  
**(FOREIGN MAIN PROCEEDING)**

THIS APPLICATION, made by Sungard Availability Services (Canada) Ltd./Sungard, Services de Continuite des Affaires (Canada) Ltee (the "**Canadian Debtor**") in its capacity as the proposed foreign representative (the "**Foreign Representative**") of the Canadian Debtor and the other Debtors (as defined in the affidavit of Michael K. Robinson sworn April 11, 2022 (the "**Robinson Affidavit**") in respect of the proceedings (the "**Foreign Proceeding**") commenced on April 11, 2022, in the United States Bankruptcy Court for the Southern District of Texas (the "**U.S. Bankruptcy Court**") for an Order substantially in the form enclosed in the Application Record, was heard by judicial videoconference via Zoom at Toronto, Ontario due to the COVID-19 crisis.

ON READING the Notice of Application, the Robinson Affidavit, the affidavits of Stephanie Fernandes sworn April 11, 2022 and April 12, 2022, the Pre-Filing Report of Alvarez

& Marsal Canada Inc., in its capacity as proposed information officer (the “**Proposed Information Officer**”) dated April 13, 2022, each filed,

AND UPON BEING ADVISED by counsel for the Foreign Representative that in addition to this Initial Recognition Order, a Supplemental Order (Foreign Main Proceeding) is being sought,

AND UPON HEARING the submissions of counsel for the Foreign Representative, counsel for the Proposed Information Officer, counsel for the parties appearing on the participant information form, no one else appearing although duly served as appears from the affidavits of service of Jeremy Bornstein sworn April 11, 2022, Behnoosh Nasri sworn April 12, 2022 and Natalie Levine sworn April 12, 2022, each filed:

### **SERVICE**

1. THIS COURT ORDERS that the time for service of the Notice of Application and the Application Record is hereby abridged and validated so that this Application is properly returnable today and hereby dispenses with further service thereof.

### **FOREIGN REPRESENTATIVE**

2. THIS COURT ORDERS AND DECLARES that the Foreign Representative is the “foreign representative” as defined in section 45 of the CCAA of the Debtors in respect of the Foreign Proceeding commenced in the U.S. Bankruptcy Court.

### **CENTRE OF MAIN INTEREST AND RECOGNITION OF FOREIGN PROCEEDING**

3. THIS COURT DECLARES that the centre of main interests for the Canadian Debtor is the United States of America, and that the Foreign Proceeding in respect of the Canadian Debtor is hereby recognized as a “foreign main proceeding” as defined in section 45 of the CCAA.

### **STAY OF PROCEEDINGS**

4. THIS COURT ORDERS that until otherwise ordered by this Court:

- (a) all proceedings taken or that might be taken against the Canadian Debtor under the *Bankruptcy and Insolvency Act* or the *Winding-up and Restructuring Act* are stayed;

- (b) further proceedings in any action, suit or proceeding against the Canadian Debtor are restrained; and
- (c) the commencement of any action, suit or proceeding against the Canadian Debtor is prohibited.

### **NO SALE OF PROPERTY**

5. THIS COURT ORDERS that, except with leave of this Court, the Canadian Debtor is prohibited from selling or otherwise disposing of:

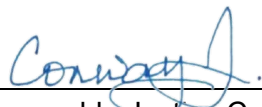
- (a) outside the ordinary course of its business, any of its property in Canada that relates to the business; and
- (b) any of its other property in Canada.

### **GENERAL**

6. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, to give effect to this Order and to assist the Canadian Debtor and the Foreign Representative and its respective counsel and agents in carrying out the terms of this Order.

7. THIS COURT ORDERS AND DECLARES that the Interim Order made on April 11, 2022 shall be of no further force and effect once this Order becomes effective, and that this Order shall be effective as of 12:01 a.m. on the date of this Order, provided that nothing herein shall invalidate any action taken in compliance with such Interim Order prior to the effective time of this Order, and this Order is not required to be entered.

8. THIS COURT ORDERS that any interested party may apply to this Court to vary or amend this Order or seek other relief on not less than seven (7) days' notice to the Canadian Debtor, the Foreign Representative, the Proposed Information Officer and their respective counsel, and to any other party or parties likely to be affected by the order sought, or upon such other notice, if any, as this Court may order.

  
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The Honourable Justice Conway

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

PROCEEDING COMMENCED AT TORONTO

**INITIAL RECOGNITION ORDER  
(FOREIGN MAIN PROCEEDING)**

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