

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**THE HONOURABLE MR.)
JUSTICE COLIN L. CAMPBELL)** **WEDNESDAY, THE 18TH DAY
OF MARCH, 2009**

BETWEEN:

ONTARIO SECURITIES COMMISSION

Applicant

- and -

**NEW LIFE CAPITAL CORP., NEW LIFE CAPITAL INVESTMENTS INC., NEW
LIFE CAPITAL ADVANTAGE INC., NEW LIFE CAPITAL STRATEGIES INC.,
1660690 ONTARIO LTD., 2126375 ONTARIO INC., 2108375 ONTARIO INC.,
2126533 ONTARIO INC., 2152042 ONTARIO INC. and 2100228 ONTARIO INC.**

Respondents

ORDER

THIS MOTION made by KPMG INC., in its capacity as the Court-appointed Receiver and Manager of the Respondents (the "Receiver"), for the relief set out in its Notice of Motion dated March 12, 2009 herein was heard this day at 330 University Avenue, in the City of Toronto.

UPON READING the First Report to the Court submitted by KPMG Inc. as Receiver and Manager dated March 12, 2009 and upon hearing the submissions of counsel for the Receiver, counsel for the Respondents and counsel for the Applicant, no one else appearing,

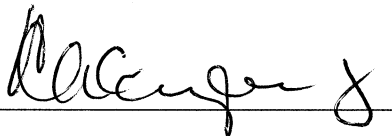
1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record herein is hereby abridged so that this Motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the activities of the Receiver from the date of its appointment to the date of its First Report to the Court are hereby approved.
3. **THIS COURT ORDERS** that the Receiver is authorized to return two uncashed cheques and one uncashed bank draft in the possession of the Receiver to parties who purported to subscribe for shares in one or more of the Respondents.
4. **THIS COURT ORDERS** that the Receiver is authorized to add the additional investors who completed applications and remitted funds to the Respondents for the purchase of units but who did not receive share certificates and were not included on the Respondents' shareholder register (the "Unprocessed Investors") to the Receiver's mailing list of investors in one or more of the Respondents for the purposes of dissemination of information.
5. **THIS COURT ORDERS** that the Order of the Honourable Mr. Justice Campbell dated December 17, 2008 appointing KPMG Inc. as Receiver of all of the undertaking, property and assets of the Respondents be amended to add 2173817 Ontario Inc. as a Respondent and to include all of its undertaking, property and assets in the receivership.
6. **THIS COURT ORDERS** that the Receiver is authorized, in its discretion, to issue and proceed with one or more Applications for a Bankruptcy Order against one or more of the Respondents on a consolidated basis or otherwise.
7. **THIS COURT ORDERS** that the Receiver is authorized to consent to, on behalf of the Respondents, the making of one or more Bankruptcy Orders against some or all of the Respondents on a consolidated basis or otherwise, once the Applications for a Bankruptcy Order have been issued.
8. **THIS COURT ORDERS** that the Official Receiver is directed to, in the event that the Receiver obtains one or more Bankruptcy Orders against some or all of the Respondents on a consolidated basis, open one estate file and assign one estate file number for each consolidated bankruptcy.

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ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

MAR 18 2009

PER / PAR: 



ONTARIO SECURITIES COMMISSION

- and - NEW LIFE CAPITAL CORP., NEW LIFE
CAPITAL INVESTMENTS INC., NEW LIFE CAPITAL
INVESTMENTS INC., NEW LIFE CAPITAL ADVANTAGE
INC., NEW LIFE CAPITAL STRATEGIES INC. ET AL

Court File No. 08 -CL-7832

ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)

Proceeding Commenced at Toronto

ORDER

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Receiver and Manager of New Life Capital
Corp., et al