

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

BETWEEN:

ROYAL BANK OF CANADA

Applicant

- and -



BURLINGTON GROUP INC.

Respondent

RECEIVER'S DISCHARGE CERTIFICATE

RECITALS

(A) Pursuant to an Order of the Honourable Mr. Justice Brown of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated February 17, 2012, Duff & Phelps Canada Restructuring Inc. (“**D&P**”) was appointed as receiver (in such capacity, the “**Receiver**”), without security, of all of the assets, undertakings and properties of Burlington Group Inc. (the “**Debtor**”).

(B) Pursuant to an Order of the Court dated December 21, 2012 (the “**Discharge Order**”), D&P was discharged as Receiver of all of the assets, undertakings and properties of the Debtor to be effective upon the filing by the Receiver with the Court of a certificate confirming that all matters to be attended to in connection with the receivership of the Debtor have been completed to the satisfaction of the Receiver, provided, however, that notwithstanding its discharge: (a) the Receiver will remain Receiver for the performance of such incidental duties as may be required

to complete the administration of the receivership; and (b) the Receiver will 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 Duff & Phelps Canada Restructuring Inc., in its capacity as Receiver.

(C) Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Discharge Order.

THE RECEIVER CERTIFIES the following:

1. All matters to be attended to in connection with the receivership of the Debtor have been completed to the satisfaction of the Receiver; and
2. This Certificate was filed by the Receiver with the Court on the 4th day of February, 2013.

**DUFF & PHELPS CANADA
RESTRUCTURING INC.**, solely in its
capacity as the Court-appointed receiver of all of
the assets, undertakings and properties of
Burlington Group Inc., and not in its personal
capacity

Per: 

Name: David Sieradzki

Title: Managing Director

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Court File No. CV-12-9604-00CL

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Proceedings commenced at Toronto

RECEIVER'S DISCHARGE CERTIFICATE

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