

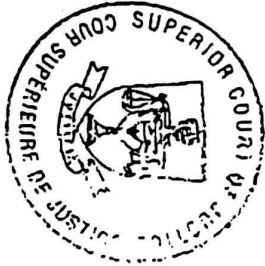
**SUPERIOR COURT OF JUSTICE  
- COMMERCIAL LIST**



THE HONOURABLE MR.  
JUSTICE ROBERT A. BLAIR

)  
)

THURSDAY, THE 7<sup>th</sup> DAY  
OF OCTOBER, 1999



**IN THE MATTER OF  
CONFEDERATION LIFE INSURANCE COMPANY**

**AND IN THE MATTER OF THE  
*SURANCE COMPANIES ACT, S.C. 1991, AS AMENDED***

**AND IN THE MATTER OF THE  
*WINDING-UP ACT, R.S.C. 1985, C.W-11, AS AMENDED***

B E T W E E N:

**THE ATTORNEY GENERAL OF CANADA**

Applicant

- and -

**CONFEDERATION LIFE INSURANCE COMPANY**

Respondent

**O R D E R**

**THIS MOTION** made by KPMG Inc., the Liquidator (the “Liquidator”) of Confederation Life Insurance Company (“Confed”), was heard this day at 393 University Avenue, Toronto, Ontario.

**ON READING** the Report of the Liquidator dated September 30, 1999 (the “Report”), filed, and upon hearing the submissions of counsel for the Liquidator, and Susan Rowland, the proposed representative counsel, no other party appearing, although properly served as appears from the proof of service, filed,

1. **THIS COURT ORDERS** that the service made of the Notice of Motion and supporting materials herein is good and sufficient notice of this motion, that this motion is properly returnable today and that any further service of the Notice of Motion and supporting materials be and the same is hereby dispensed with.

2. **THIS COURT ORDERS AND DIRECTS** that the Liquidator send by ordinary mail on or before October 20, 1999, a proof of claim and instruction sheet in substantially the form attached hereto as Schedule "A" (the "Proof of Claim") to all persons, wherever located, with debt or other claims against Confed in existence on August 12, 1994, whether certain or contingent, liquidated or unliquidated (the "Ordinary Creditors"), provided that such claims are not claims under policies of insurance and are not subordinated by their terms to all other indebtedness of Confed, at their last known address as set out in the books and records of Confed.

3. **THIS COURT ORDERS AND DIRECTS** that the Liquidator publish a notice in substantially the form attached hereto as Schedule "B" on one occasion between the dates of October 13, 1999 and October 22, 1999 inclusive, in each of the newspapers and languages set out in the attached Schedule "C".

4. **THIS COURT ORDERS AND DIRECTS** that the Liquidator send by ordinary mail or by telecopier a Proof of Claim to any person making a request, at the address or telecopier number provided by the person, within four business days of the request being received.

5. **THIS COURT ORDERS AND DIRECTS** that, in accordance with Section 74 of the *Winding-up and Restructuring Act*, December 20, 1999 be fixed as the last day on or before which Ordinary Creditors and policyholders who held Confed policies on August 12, 1994, other than policyholders whose policies were issued by the United Kingdom, Cuban or United States branches of Confed, who assert that the claims under their policies have not been fully satisfied

or recognized through the assumption of their policies by another insurer or payments made by, or in the process of being made by, the Liquidator must file their Proofs of Claim with the Liquidator.

6. **THIS COURT ORDERS** that Susan Rowland be appointed as representative counsel (the "Representative Counsel") to represent the interests of Confed's retired employees, their spouses and dependent children who were entitled to medical benefits, dental benefits and life insurance as of August 12, 1994 for the purposes of preparing and proving their claims in respect of such benefits.

7. **THIS COURT ORDERS** that the Representative Counsel be and is hereby authorized to retain actuarial advice.

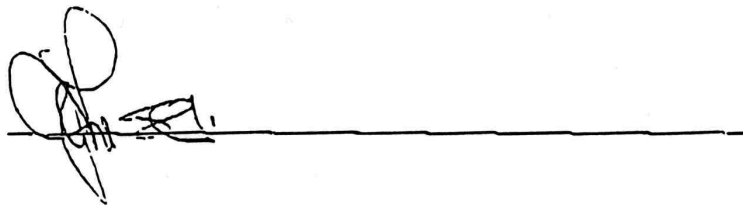
8. **THIS COURT ORDERS** that the remuneration, costs and expenses of the Representative Counsel be treated as part of the costs and expenses of the liquidation of Confed and that the Representative Counsel may be required, from time to time, to have her accounts assessed on a solicitor and client basis by the Court.

ENTERED AT/INSCRIT À TORONTO  
ON/BOOK NO:  
LE/DANS LE REGISTRE NO:

OCT 08 1999

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PER/PAR:



**THE ATTORNEY GENERAL OF  
CANADA**

Applicant

and

**CONFEDERATION LIFE INSURANCE  
COMPANY**

Respondent

Commercial List Court File No: 97-BK-000543

**SUPERIOR COURT OF JUSTICE  
– COMMERCIAL LIST**

Proceeding commenced at Toronto

**ORDER**

**GOODMAN PHILLIPS & VINEBERG**

Barristers & Solicitors

250 Yonge Street

Suite 2400, Box 24

Toronto, Ontario

M5B 2M6

Gale Rubenstein \LSUC # 17088E

Graham Smith \LSUC #26377D

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Solicitors for KPMG Inc., the Liquidator of  
Confederation Life Insurance Company

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