

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MR.  
JUSTICE BROWN

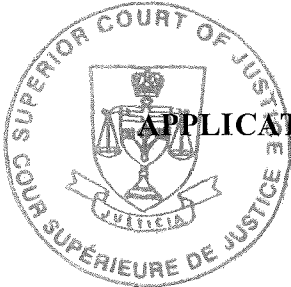
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FRIDAY, THE 20<sup>TH</sup> DAY  
OF APRIL, 2012

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF  
PCAS PATIENT CARE AUTOMATION SERVICES INC.  
AND 2163279 ONTARIO INC. (the "Applicants")**

**APPLICATION UNDER THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, c. C-36, AS AMENDED**



**ORDER**

**THIS MOTION**, made by the Applicants, for an order, *inter alia*: (a) approving the Second Report of PricewaterhouseCoopers Inc. ("**PwC**"), in its capacity as the Court-appointed monitor of the Applicants (in such capacity, the "**Monitor**") dated April 19, 2012, filed (the "**Second Report**"), and approving the actions of the Monitor described in each; (b) extending the Stay Period (as defined in the Initial Order of the Honourable Mr. Justice Morawetz granted on March 23, 2012 in these proceedings (the "**Initial Order**")) to May 4, 2012; (c) increasing the amount the Applicants are currently authorized to borrow under the credit facility (the "**DIP Facility**") from 2320714 Ontario Inc. (the "**DIP Lender**") from \$3,800,000 to \$4,370,000; (e) approving a revision to the key employee retention plan originally approved by the Order of Honourable Justice Brown made April 16, 2012 (the "**April 16 Order**"); (f) permitting PCAS to raise wages to retain employees; and (g) sealing the Confidential Appendices to the Second Report until further order of this Honourable Court, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of Loreto Grimaldi, sworn April 13, 2012 and the exhibits thereto (the "**April 13 Affidavit**"), the affidavit of Tom Fenton, sworn April 16, 2012, the affidavit of Donald Waugh, sworn April 19, 2012 and the exhibits thereto (the "**April 19 Affidavit**"), the First Report of the Monitor dated April 15, 2012, filed, and the Second Report, and on hearing the submissions of counsel for the Applicants, counsel for the Monitor, counsel for the DIP Lender, counsel for Castcan Investments Inc., *f. Counsel for Royal Bank of Canada* and no one appearing for any other person on the service list, although duly served as appears from the affidavit of Eunice Baltkois sworn April 19, 2012, filed,

1. **THIS COURT ORDERS** that the time for service and filing of the notice of motion and the motion record is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the Second Report be and is hereby approved and the actions of the Monitor described therein be and are hereby approved.

3. **THIS COURT ORDERS** that the Stay Period, as defined in paragraph 13 of the Initial Order, as amended by the April 16 Order, be and is hereby extended to and including May 4, 2012.

4. **THIS COURT ORDERS** that paragraph 31 of the Initial Order be and is hereby amended to provide as follows:

31. THIS COURT ORDERS that the Applicants are hereby authorized and empowered to obtain and borrow under a credit facility from 2320714 Ontario Inc. (the "DIP Lender") in order to finance the Applicants' working capital requirements and other general corporate purposes and capital expenditures, provided that borrowings under such credit facility shall not exceed the principal amount of \$4,370,000 unless permitted by further Order of this Court.

5. **THIS COURT ORDERS** that that the Applicants' revised key employee retention plan (the "**Revised KERP**"), as described in, and as appended as Confidential Appendix "D" to, the

Second Report, be and is hereby approved and the Applicants be and are authorized and directed to make the payments contemplated thereunder in accordance with the terms and conditions of the Revised KERP.

6. **THIS COURT ORDERS** that subparagraph 5(a) of the Initial Order be and is hereby amended to provide as follows:

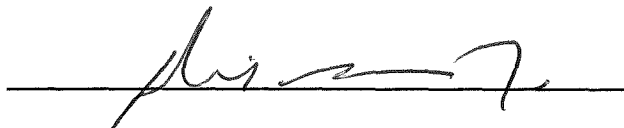
(a) all outstanding and future wages, salaries, employee benefits, vacation pay and expenses payable on or after the date of this Order, in each case incurred in the ordinary course of business and consistent with existing compensation policies and arrangements, provided that wages of key, non-management employees who are not otherwise participants in any key employee retention plan may be increased at the discretion of management and with consent of the Monitor where, and only to the extent that, savings have been created by the resignation of other employees;

7. **THIS COURT ORDERS** that, subject to further order of this Court, Confidential Appendix "C" and Confidential Appendix "D" to the Second Report shall be sealed, kept confidential and not form part of the public record, but rather shall be placed, separate and apart from all other contents of the Court file, in a sealed envelope attached to a notice that sets out the title of these proceedings and a statement that the contents are subject to a sealing order and shall only be opened upon further order of this Court.

8. **THIS COURT ORDERS** that any interested party (including the Applicants and the Monitor) may bring a motion to this Court to vary or amend this Order (provided that the beneficiary of any Charge shall be entitled to rely on the Charges up to and including the day on which such Charge or the priority granted to such Charge may be varied or amended), which motion must be returnable by no later than April 27, 2012 or such later date as the parties affected may agree, on not less than seven (7) days' notice 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.

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

APR 20 2012

A handwritten signature in black ink, appearing to be "J. Smith", written over a horizontal line.

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**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF  
PCAS PATIENT CARE AUTOMATION SERVICES INC. AND 2163279 ONTARIO INC.  
(the "Applicants")**

Court File No. CV-12-9656-00CL

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

**Proceedings commenced at Toronto**

**ORDER**

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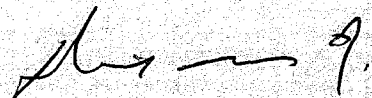
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Apr 20/12

I grant the order requested. With no reasons  
will follow. Next return date will be May 3/12  
@ 8:30 am before me.

  
D. M. BROWN J.

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

Proceeding commenced at Toronto

RETURN MOTION RECORD  
(Returnable April 20, 2012)

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