



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

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

THE HONOURABLE MADAM ) THURSDAY, THE 29<sup>th</sup>  
JUSTICE CONWAY ) DAY OF SEPTEMBER, 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

**ORDER  
(RECOGNITION OF FOREIGN ORDER)**

THIS MOTION, made by Sungard Availability Services (Canada) Ltd./Sungard, Services de Continuité des Affaires (Canada) Ltée in its capacity as the foreign representative (the "**Foreign Representative**") of itself and the other Debtors (as defined in the affidavit of Michael K. Robinson sworn September 22, 2022, the "**Robinson Affidavit**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C., 1985, c. C-36, as amended (the "**CCAA**") for an Order, among other things, recognizing and giving full force and effect in all provinces and territories of Canada to the Rejection Order (defined below), substantially in the form enclosed in the Motion Record, was heard by judicial videoconference via Zoom at Toronto, Ontario due to the COVID-19 crisis.

ON READING the Notice of Motion, the Robinson Affidavit, and the Fifth Report of Alvarez & Marsal Canada Inc., in its capacity as Information Officer dated 26, 2022, each filed, and upon hearing the submissions of counsel for the Foreign Representative, counsel for the Information Officer, and counsel for the other parties appearing on the counsel slip; and no one else appearing

although duly served as appears from the affidavits of service of Alec Hoy sworn September 22, 2022, and September 23, 2022, each filed:

### **SERVICE AND DEFINITIONS**

1. THIS COURT ORDERS that the time for service 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 capitalized terms used herein and not otherwise defined have the meaning given to them in the Robinson Affidavit.

### **RECOGNITION OF FOREIGN ORDER**

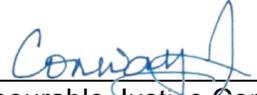
3. THIS COURT ORDERS that the *Order (I) Authorizing and Approving the Rejection of an Unexpired Lease of Non-Residential Real Property, (II) Authorizing and Approving the Rejection of Certain Executory Contracts and (III) Granting Related Relief* (the "**Rejection Order**") of the U.S. Bankruptcy Court made in the Chapter 11 Cases is hereby recognized and given full force and effect in all provinces and territories of Canada pursuant to section 49 of the CCAA. A copy of the Rejection Order is attached hereto as **Schedule "A"**.

### **GENERAL**

4. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States of America to give effect to this Order and to assist the Debtors, the Foreign Representative, the Information Officer, and their respective counsel and agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the other Debtors, the Foreign Representative, and the Information Officer, the latter as an officer of this Court, as may be necessary or desirable to give effect to this Order, or to assist the other Debtors, the Foreign Representative, and the Information Officer, and their respective counsel and agents in carrying out the terms of this Order.
5. THIS COURT ORDERS that the Foreign Representative and the Information Officer shall be at liberty and are hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

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6. THIS COURT ORDERS AND DECLARES that this Order shall be effective as of 12:01 AM on the date of this Order.



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The Honourable Justice Conway

**Schedule "A"**



this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due, sufficient, and proper notice of the Motion having been provided under the circumstances and in accordance with the Bankruptcy Rules and the Bankruptcy Local Rules, and it appearing that no other or further notice need be provided; and upon consideration of the Motion and all of the proceedings had before this Court; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors, their stakeholders and all other parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. The 2330 Argentia Lease and the Contracts Subject to Rejection, listed on Schedule 1 attached hereto, are rejected under Bankruptcy Code section 365 effective as of September 30, 2022.

2. The Debtors are authorized to (a) abandon or (b) with the consent of the counterparty to the 2330 Argentia Lease (the “2330 Argentia Landlord”), transfer ownership to such counterparty, provided that the 2330 Argentia Landlord shall not have any administrative claims under the Bankruptcy Code in connection with such a transfer, any Personal Property located at the premises identified on Schedule 1 hereto free and clear of all liens, claims, encumbrances, interests and rights of third parties to the maximum extent allowed by Bankruptcy Code section 363(f). The 2330 Argentia Landlord may dispose of such Personal Property without further notice to any party claiming an interest in such abandoned Personal Property.

3. The 2330 Argentia Landlord and the counterparties to the Contracts Subject to Rejection must file proofs of claim, if at all, on or before the date that is thirty (30) days after the entry of this Order, or else be forever barred.

4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the amount of, priority of, basis for, or validity of any claim against a Debtor entity under the Bankruptcy Code or other applicable non-bankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any particular claim is of a type specified or defined in the Motion or any order granting the relief requested by the Motion or any order granting the relief requested by the Motion or a finding that any particular claim is an administrative expense claim or other priority claim; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to Bankruptcy Code section 365, except for the rejection of the 2330 Argentia Lease and the Contracts Subject to Rejection; (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; (g) a waiver or limitation of the Debtors', or any other party in interest's, rights under the Bankruptcy Code or any other applicable law; or (h) a waiver of any claims that the Debtors may have against the 2330 Argentia Landlord or counterparties to the Contracts Subject to Rejection, whether or not claims arise under, are related to the rejection of, or are independent of the 2330 Argentia Lease or the Contracts Subject to Rejection.

5. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion.

6. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

7. The contents of the Motion satisfy the requirements of Bankruptcy Rule 6006.

8. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

**Signed: September 23, 2022.**



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**DAVID R. JONES**  
**UNITED STATES BANKRUPTCY JUDGE**

**Schedule 1**

**Lease and Contracts to Be Rejected**

Non-Debtor Counterparty	Counterparty Address	Debtor Counterparty	Location Address (if Lease)
Orlando Corporation	6205 Airport Road 5th Floor Mississauga, ON L4V IE3, CA	Sungard Availability Services (Canada) Ltd.	2330 Argenta Road, Mississauga, ON L5N 5Z7, CA
Mizuho Bank Ltd., Canada Branch	P.O. Box 29, Suite 1102 100 Yonge Street Toronto, ON M5C 2A1, CA	Sungard Availability Services (Canada) Ltd.	N/A
The Bank of Nova Scotia	185 The West Mall, 5TH Floor STE 501 Etobicoke, ON M9C 5I5, CA	Sungard Availability Services (Canada) Ltd.	N/A
Allstream Business Inc.	5160 Orbitor Drive Mississauga, ON L4W 5H2, CA	Sungard Availability Services (Canada) Ltd.	N/A
Zayo Canada Inc.	1805 29th Street STE 2050 Boulder, CO 80301	Sungard Availability Services (Canada) Ltd.	N/A
Independent Electricity System Operator	2635 Lakeshore Road West Mississauga, ON L5J 4R9, CA	Sungard Availability Services (Canada) Ltd.	N/A

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PROCEEDING COMMENCED AT TORONTO

**ORDER  
(RECOGNITION OF FOREIGN ORDER)**

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