

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE

)

FRIDAY, THE 9<sup>TH</sup>

JUSTICE CONWAY

)

DAY OF JUNE, 2023

)

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 INSCAPE CORPORATION, INSCAPE  
(NEW YORK) INC., AND INSCAPE INC.

**ORDER**

**(Settlement Approval)**

**THIS MOTION**, made by Inscap Corporation, Inscap (New York) Inc. and Inscap Inc. (collectively, the “**Applicants**”) pursuant to the *Companies’ Creditors Arrangement Act*, RSC 1985, c C-36, as amended (the “**CCAA**”), for an order, among other things, approving a settlement agreement dated as of May 30, 2023 (“**Minutes of Settlement**”) and made between the Applicants and Prevolv, Inc. (“**Prevolv**”), was heard this day by Zoom videoconference.

**ON READING** the Applicants’ Notice of Motion dated June 6, 2023, and the Fifth Report of Alvarez & Marsal Canada Inc., in its capacity as the court-appointed monitor of the Applicants (the “**Monitor**”) dated June 6, 2023, and on hearing the submissions of counsel for the Applicants, counsel for the Monitor and counsel for those other parties present as indicated on the counsel slip, and on reading the affidavit of service of Maureen McLaren sworn June 6, 2023, filed:

## **SERVICE**

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.

## **SETTLEMENT APPROVAL**

2. **THIS COURT ORDERS** that the Minutes of Settlement are hereby approved, and shall be fully and effectively binding on the parties thereto

3. **THIS COURT ORDERS** that the Applicants, Prevolv and the Monitor are hereby authorized and directed to take such steps as may be necessary or desirable to give effect to the Minutes of Settlement.

## **GENERAL**

4. **THIS COURT ORDERS** that, notwithstanding Rule 59.05, this Order is effective from the date it is made, and is enforceable without any need for entry and filing.

5. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States or elsewhere, to give effect to this Order and to assist the Monitor and its respective agents and counsel 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 Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Monitor and its respective agents and counsel in carrying out the terms of this Order.

  
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**ONTARIO**  
**SUPERIOR COURT OF JUSTICE -**  
**COMMERCIAL LIST**  
Proceeding commenced at TORONTO

**ORDER**  
(Returnable June 9, 2023)

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IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF  
INSCAPE CORPORATION, INSCAPE (NEW YORK) INC., AND INSCAPE INC.

Court File No.: CV-23-00692784-00CL

**ONTARIO**  
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**MOTION RECORD OF THE APPLICANTS**  
**(Returnable June 9, 2023)**

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