



Court File No.05-CL-5792

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

THE HONOURABLE MR.) THURSDAY, THE 19TH DAY
)
JUSTICE C.L. CAMPBELL) OF MAY, 2005

ONTARIO SECURITIES COMMISSION

Applicant

- and -

**PORTUS ALTERNATIVE ASSET MANAGEMENT INC.,
PORTUS ASSET MANAGEMENT INC. and BANCNOTE CORP.**

Respondents

ORDER

THIS MOTION by KPMG Inc., in its capacity as the Receiver (the "Receiver") of all of the assets, undertakings and properties of Portus Alternative Asset Management Inc., Portus Asset Management Inc., BancNote Corp. and certain other entities and assets including without limitation those listed at Schedule "A" hereto (collectively the "Portus Group"), was heard this day at 393 University Avenue, Toronto, Ontario.

UPON READING the Fifth Report of the Receiver dated May 17, 2005 (the "Fifth Report") and upon hearing the submissions of counsel for the Receiver and Representative Counsel:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record herein be and it is hereby abridged such that this motion is properly returnable today and hereby dispenses with further service thereof.

SOUTHVIEW

2. **THIS COURT ORDERS AND DIRECTS** that Southview Capital Corp. be and it is hereby added, *nunc pro tunc*, to Schedule "A" to the Consolidated Application for Bankruptcy Order dated April 12, 2005 against certain Portus Group entities in Court File No. 31-OR-207257-T (the "Bankruptcy Application") and Schedule "A" to the Affidavit of Verification attached thereto.

MALACHITE

3. **THIS COURT ORDERS AND DIRECTS** that the name of Malachite Aggressive Preferred Fund (the "Malachite Fund") be and it is hereby deleted from Schedule "A" to the Bankruptcy Application and Schedule "A" to the Affidavit of Verification attached thereto.

4. **THIS COURT ORDERS AND DECLARES** that the Bankruptcy Application be and it is hereby withdrawn with respect to (and, for greater certainty, only with respect to) the Malachite Fund.

GENERAL

5. **THIS COURT ORDERS** that the conduct of the Receiver and its counsel, as described in the Fifth Report, be and it is hereby approved.

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

MAY 19 2005

PER/PAR:

NB



SCHEDULE "A"

Other Entities

Southview Asset Management Inc.
Southview Capital Corp.
Market Neutral Preservation Fund
MNB Trust
BancNote Trust Series II
BancNote Trust Series III
BancNote Trust Series IV
BancNote Trust Series V
BancNote Trust Series VI
BancNote Trust Series VI(a)
BancNote Trust Series VIII
BancNote Trust Series VIII(a)
BancNote Trust Series X
BancNote Trust Series X(a)
Preservation Fund Series II
Preservation Fund Series III
BancLife Trust Series I
BancLife Trust Series II

Assets

Assets located in Canada of:
Premiers Derives Paris Inc.
BNote Management Inc.

ONTARIO SECURITIES COMMISSION
Applicant

and

**PORTUS ALTERNATIVE ASSET MANAGEMENT INC.,
PORTUS ASSET MANAGEMENT INC. and BANCNOTE
CORP.**

Respondents

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ONTARIO

SUPERIOR COURT OF JUSTICE

Proceeding commenced in Toronto

ORDER

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Solicitors for KPMG Inc., in its capacity as
Receiver of Portus Alternative Asset
Management Inc., Portus Asset Management
Inc., BancNote Corp. and related entities