

Notice of Objection

I, DENZIL DOYLE the offeror, objects to the distribution of the Remaining Proceeds in the manner proposed by the Offeree Shareholders of Med-Eng Systems.

The following are the offeror's reasons for the objection:

- Although the offeror is grateful for the success of its investment in Med-Eng Systems Inc., the offeror is a minority shareholder which was 'dragged along' and as such had no involvement or influence in events leading up to the transaction and events subsequent to the transaction closing.
- The offeror understands that the \$40M holdback was subject to some working capital adjustments and agrees that these amounts should be dealt with from the holdback.
- The offeror does not feel that it should assume any liability with regard to the settlement with Allan Vanguard or its subsequent owners.
- The offeror does not feel that it should share the cost of the Offeree shareholders defending themselves.
- The offeror does not have ready access to shareholder agreements and other closing documentation from which to highlight specific clauses pertaining to this matter.
- The offeror feels that the distribution to the non-Offeree shareholders should be based on the following:
$$(\$40M + \text{Accrued Interest} +/- \text{any Working Capital Adjustments}) / \text{Total number of Common Shares}$$
- The offeror feels that legal costs of \$4.7M and settlement(s) of \$28M should be borne by the Offeree Shareholders.

I hereby certify that

I am a former shareholder of Med-Eng Systems

I held 50,071 shares of Med-Eng Systems on the closing of the sale of my share to Allen-Vanguard Corporation.

Dated: February 6, 2015

Signature: 

Witness signature: 

Witness name: Jeffrey Doyle

Submitted to:

FTI Consulting Canada Inc., Growth Works Canadian Fund Ltd. Monitor

TD Waterhouse Tower

79 Wellington Street, West

Suite 2010, P.O. Box 104

Toronto, Ontario, Canada, M5K 1G8

Notice of Objection

I, Glenn M.J. McDougall on behalf of Green Avenue Ventures Inc. (GAVI), the offeror, objects to the distribution of the Remaining Proceeds in the manner proposed by the Offeree Shareholders of Med-Eng Systems.

Note: GAVI's ownership is in equal portions Glenn McDougall, Jeffrey Doyle and Pakenham Holdings Inc. Pakenham Holdings Inc. has abstained from this matter.

The following are the offeror's reasons for the objection:

- Although the offeror is grateful for the success of its investment in Med-Eng Systems Inc., the offeror is a minority shareholder which was 'dragged along' and as such had no involvement or influence in events leading up to the transaction and events subsequent to the transaction closing.
- The offeror understands that the \$40M holdback was subject to some working capital adjustments and agrees that these amounts should be dealt with from the holdback.
- The offeror does not feel that it should assume any liability with regard to the settlement with Allan Vanguard or its subsequent owners.
- The offeror does not feel that it should share the cost of the Offeree shareholders defending themselves.
- The offeror does not have ready access to shareholder agreements and other closing documentation from which to highlight specific clauses pertaining to this matter.
- The offeror feels that the distribution to the non-Offeree shareholders should be based on the following:
$$\frac{(\$40M + \text{Accrued Interest} +/- \text{any Working Capital Adjustments})}{\text{Total number of Common Shares}}$$
- The offeror feels that legal costs of \$4.7M and settlement(s) of \$28M should be borne by the Offeree Shareholders.

I hereby certify that:

I am a former shareholder of Med-Eng Systems

I held 130,971 shares of Med-Eng Systems on the closing of the sale of my share to Allen-Vanguard Corporation.

Dated: February _6_, 2015

Signature: _____



Glenn M.J. McDougall, President, Green Avenue Ventures Inc.

Witness signature: _____



Witness name:

Jeffrey J. Doyle

Submitted to:

FTI Consulting Canada Inc., Growth Works Canadian Fund Ltd. Monitor

TD Waterhouse Tower

79 Wellington Street, West

Suite 2010, P.O. Box 104

Toronto, Ontario, Canada, M5K 1G8

Notice of Objection

I, DENZIL DOYLE on behalf of 485189 ONTARIO, the offeror, objects to the distribution of the Remaining Proceeds in the manner proposed by the Offeree Shareholders of Med-Eng Systems.

The following are the offeror's reasons for the objection:

- Although the offeror is grateful for the success of its investment in Med-Eng Systems Inc., the offeror is a minority shareholder which was 'dragged along' and as such had no involvement or influence in events leading up to the transaction and events subsequent to the transaction closing.
- The offeror understands that the \$40M holdback was subject to some working capital adjustments and agrees that these amounts should be dealt with from the holdback.
- The offeror does not feel that it should assume any liability with regard to the settlement with Allan Vanguard or its subsequent owners.
- The offeror does not feel that it should share the cost of the Offeree shareholders defending themselves.
- The offeror does not have ready access to shareholder agreements and other closing documentation from which to highlight specific clauses pertaining to this matter.
- The offeror feels that the distribution to the non-Offeree shareholders should be based on the following:
$$\frac{(\$40M + \text{Accrued Interest} +/- \text{any Working Capital Adjustments})}{\text{Total number of Common Shares}}$$
- The offeror feels that legal costs of \$4.7M and settlement(s) of \$28M should be borne by the Offeree Shareholders.

I hereby certify that

I am a former shareholder of Med-Eng Systems

I held 54,000 shares of Med-Eng Systems on the closing of the sale of my share to Allen-Vanguard Corporation.

Dated: February 6th, 2015

Signature: 

Witness signature: 

Witness name: Jeffrey Doyle

Submitted to:

FTI Consulting Canada Inc., Growth Works Canadian Fund Ltd. Monitor
TD Waterhouse Tower
79 Wellington Street, West
Suite 2010, P.O. Box 104
Toronto, Ontario, Canada, M5K 1G8

Notice of Objection

I, Michael Doyle, the offeror, objects to the distribution of the Remaining Proceeds in the manner proposed by the Offeree Shareholders of Med-Eng Systems.

The following are the offeror's reasons for the objection:

- Although the offeror is grateful for the success of its investment in Med-Eng Systems Inc., the offeror is a minority shareholder which was 'dragged along' and as such had no involvement or influence in events leading up to the transaction and events subsequent to the transaction closing.
- The offeror understands that the \$40M holdback was subject to some working capital adjustments and agrees that these amounts should be dealt with from the holdback.
- The offeror does not feel that it should assume any liability with regard to the settlement with Allan Vanguard or its subsequent owners.
- The offeror does not feel that it should share the cost of the Offeree shareholders defending themselves.
- The offeror does not have ready access to shareholder agreements and other closing documentation from which to highlight specific clauses pertaining to this matter.
- The offeror feels that the distribution to the non-Offeree shareholders should be based on the following:
$$\frac{(\$40M + \text{Accrued Interest} +/- \text{any Working Capital Adjustments})}{\text{Total number of Common Shares}}$$
- The offeror feels that legal costs of \$4.7M and settlement(s) of \$28M should be borne by the Offeree Shareholders.

Handwritten initials

I hereby certify that

I am a former shareholder of Med-Eng Systems

I held 18,286 shares of Med-Eng Systems on the closing of the sale of my share to Allen-Vanguard Corporation.

Dated: February 6, 2015

Signature:

Handwritten signature

Witness signature:

Witness name:

Henry McDougall

Submitted to:

FTI Consulting Canada Inc., Growth Works Canadian Fund Ltd. Monitor

TD Waterhouse Tower

79 Wellington Street, West

Suite 2010, P.O. Box 104

Toronto, Ontario, Canada, M5K 1G8

*Mike Doyle
54 Dalecroft Cres
Newry Ontario
K26-548.*

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Notice of Objection

I, Michael Doyle on Behalf of Anomira Software Corp, the offeror, objects to the distribution of the Remaining Proceeds in the manner proposed by the Offeree Shareholders of Med-Eng Systems.

The following are the offeror's reasons for the objection:

- Although the offeror is grateful for the success of its investment in Med-Eng Systems Inc., the offeror is a minority shareholder which was 'dragged along' and as such had no involvement or influence in events leading up to the transaction and events subsequent to the transaction closing.
- The offeror understands that the \$40M holdback was subject to some working capital adjustments and agrees that these amounts should be dealt with from the holdback.
- The offeror does not feel that it should assume any liability with regard to the settlement with Allan Vanguard or its subsequent owners.
- The offeror does not feel that it should share the cost of the Offeree shareholders defending themselves.
- The offeror does not have ready access to shareholder agreements and other closing documentation from which to highlight specific clauses pertaining to this matter.
- The offeror feels that the distribution to the non-Offeree shareholders should be based on the following:
$$\frac{(\$40M + \text{Accrued Interest} \pm \text{any Working Capital Adjustments})}{\text{Total number of Common Shares}}$$
- The offeror feels that legal costs of \$4.7M and settlement(s) of \$28M should be borne by the Offeree Shareholders.

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I hereby certify that

I am a former shareholder of Med-Eng Systems

I held 30,000 shares of Med-Eng Systems on the closing of the sale of my share to Allen-Vanguard Corporation.

Dated: February 6, 2015

Signature:

Michael Doyle on

Behalf of Anomira
Software
Corp

Witness signature:

Charles M. Duggan

Witness name:

Submitted to:

FTI Consulting Canada Inc., Growth Works Canadian Fund Ltd. Monitor

TD Waterhouse Tower

79 Wellington Street, West

Suite 2010, P.O. Box 104

Toronto, Ontario, Canada, M5K 1G8

Mike Doyle
Anomira Software Corp
54 Dalecroft Cres
Nepean Ont
K2G-5J9.

Notice of Objection

I, Jean-Pierre Soublière, on behalf of Loch Isle Holdings Ltd (now known as Anderson Soublière Inc.) the offeror, objects to the distribution of the Remaining Proceeds in the manner proposed by the Offeree Shareholders of Med-Eng Systems.

The following are the offeror's reasons for the objection:

- Although the offeror is grateful for the success of its investment in Med-Eng Systems Inc., the offeror is a minority shareholder which was 'dragged along' and as such had no involvement or influence in events leading up to the transaction and events subsequent to the transaction closing.
- The offeror shareholder was appreciative of the formal communication provided during the last few years of the dispute.
- The offeror understands that the \$40M holdback was subject to some working capital adjustments and agrees that these amounts should be dealt with from the holdback.
- The offeror does not feel that it should assume any liability with regard to the settlement with Allan Vanguard or its subsequent owners.
- The offeror believes that the Offerree shareholders agreed to a one-sided result to eliminate the threat against them regarding the suit for the full-purchase price.
- Thus, the offeror does not feel that it should share the cost and the results of the Offeree shareholders defending themselves from the suit of the full purchase price.
- The offeror does not have ready access to shareholder agreements and other closing documentation from which to highlight specific clauses pertaining to this matter.
- The offeror feels that the distribution to the non-Offeree shareholders should be based on the following:

$$(\$40M + \text{Accrued Interest} \pm \text{any Working Capital Adjustments}) / \text{Total number of Common Shares}$$

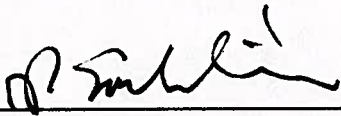
- The offeror feels that legal costs of \$4.7M and settlement(s) of \$28M should be borne by the Offeree Shareholders.

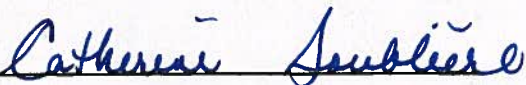
I hereby certify that

I am a former shareholder of Med-Eng Systems

I held 182,989 Class A shares of Med-Eng Systems on the closing of the sale of my share to Allen-Vanguard Corporation.

Dated: February 18, 2015

Signature: 

Witness signature: 

Witness name: Catherine Soublière

Submitted to:

FTI Consulting Canada Inc., Growth Works Canadian Fund Ltd. Monitor

TD Waterhouse Tower

79 Wellington Street, West

Suite 2010, P.O. Box 104

Toronto, Ontario, Canada, M5K 1G8

Notice of Objection

I, Jean-Pierre Soublière, the offeror, objects to the distribution of the Remaining Proceeds in the manner proposed by the Offeree Shareholders of Med-Eng Systems.

The following are the offeror's reasons for the objection:

- Although the offeror is grateful for the success of its investment in Med-Eng Systems Inc., the offeror is a minority shareholder which was 'dragged along' and as such had no involvement or influence in events leading up to the transaction and events subsequent to the transaction closing.
- The offeror shareholder was appreciative of the formal communication provided during the last few years of the dispute.
- The offeror understands that the \$40M holdback was subject to some working capital adjustments and agrees that these amounts should be dealt with from the holdback.
- The offeror does not feel that it should assume any liability with regard to the settlement with Allan Vanguard or its subsequent owners.
- The offeror believes that the Offerree shareholders agreed to a one-sided result to eliminate the threat against them regarding the suit for the full-purchase price.
- Thus, the offeror does not feel that it should share the cost and the results of the Offeree shareholders defending themselves from the suit of the full purchase price.
- The offeror does not have ready access to shareholder agreements and other closing documentation from which to highlight specific clauses pertaining to this matter.
- The offeror feels that the distribution to the non-Offeree shareholders should be based on the following:

$$(\$40M + \text{Accrued Interest} +/- \text{any Working Capital Adjustments}) / \text{Total number of Common Shares}$$

- The offeror feels that legal costs of \$4.7M and settlement(s) of \$28M should be borne by the Offeree Shareholders.


I hereby certify that

I am a former shareholder of Med-Eng Systems

I held 90,000 Class A shares of Med-Eng Systems on the closing of the sale of my share to Allen-Vanguard Corporation.

Dated: February 18, 2015

Signature:



Witness signature:



Witness name:

Catherine Soublière

Submitted to:

FTI Consulting Canada Inc., Growth Works Canadian Fund Ltd. Monitor

TD Waterhouse Tower

79 Wellington Street, West

Suite 2010, P.O. Box 104

Toronto, Ontario, Canada, M5K 1G8