

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

**IN THE MATTER OF SECTION 243 OF THE BANKRUPTCY AND INSOLVENCY
ACT, R.S.C. 1985, c. B-3, AS AMENDED**

**AND IN THE MATTER OF PAYLESS SHOESOURCE CANADA INC., PAYLESS
SHOESOURCE CANADA GP INC., AND PAYLESS SHOESOURCE CANADA LP**

DISCHARGE CERTIFICATE

RECITALS

(A) Pursuant to an Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") made October 29, 2019 (the "**Receivership Order**"), FTI Consulting Canada Inc. ("**FTI**") was appointed as receiver (in such capacity, the "**Receiver**") without security of the Receivership Property (as defined in the Receivership Order) (the "**Receivership**").

(B) Pursuant to an Order of the Court made March 10, 2021 (the "**Distribution and Discharge Order**"), FTI was discharged as the Receiver of the Receivership Property to be effective upon the filing by the Receiver with the Court of a certificate confirming that Remaining Activities (as defined in the Distribution and Discharge Order), including the Distribution (as defined in the Distribution and Discharge Order) were completed, provided however that notwithstanding its discharge: (a) the Receiver will remain the Receiver for the performance of such incidental duties as may be required to complete the administration of the Receivership; and (b) the Receiver will continue to have the benefit of the provisions of all Orders made in these proceedings including all approvals, protections, and stays of proceedings in favour of FTI in its capacity as the Receiver.

THE RECEIVER CERTIFIES the following:

1. The Receiver has completed the Remaining Activities including the Distribution.
2. This Certificate was filed by the Receiver with the Court on the 26th day of April, 2021.

**FTI CONSULTING CANADA INC.,
SOLELY IN ITS CAPACITY AS COURT-APPOINTED
RECEIVER IN THE ABOVE-MENTIONED PROCEEDINGS,
AND NOT IN ITS PERSONAL OR CORPORATE CAPACITY**



Per: _____

Name: Jim Robinson

Title: Managing Director

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PROCEEDING COMMENCED AT
TORONTO

DISCHARGE CERTIFICATE

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*Lawyers for FTI Consulting Inc. solely in its capacity as Court-
appointed Receiver*