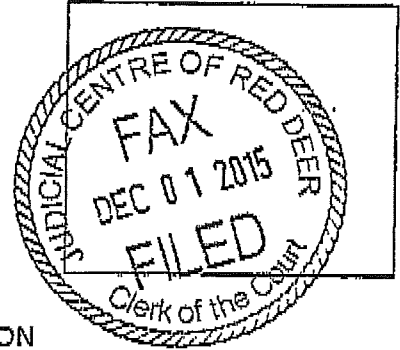


I hereby certify this to be a true copy of the original.

[Signature]
for Clerk of the Court

[RULE 9.1]

Clerk's stamp



COURT FILE NUMBER 1210-01029

COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE RED DEER

PLAINTIFFS ALLAN RUE and DAVID JAMIESON

DEFENDANTS ASSANTE WEALTH MANAGEMENT (CANADA) LTD.,
ASSANTE CAPITAL MANAGEMENT LTD., BRIAN
MALLEY AND CHRISTINE MALLEY

DOCUMENT Brought under the *Class Proceedings Act*
ORDER

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
JENSEN SHAWA SOLOMON DUGUID HAWKES LLP
Barristers
800, 304 - 8 Avenue SW
Calgary, AB T2P 1C2

Carsten Jensen, Q.C.
Gavin Price
Phone: 403-571-1520
Fax: 403-571-1528

DATE ON WHICH ORDER WAS PRONOUNCED: November 30, 2015

NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Associate Chief Justice
J.D. Rooke of the Court of Queen's
Bench

LOCATION WHERE ORDER WAS PRONOUNCED: Red Deer, Alberta

UPON THE APPLICATION of the Plaintiffs for an Order, *inter alia*, certifying the within Action for settlement purposes, and approving: (1) the Settlement Agreement; (2) the Distribution Plan; (3) the form and content of the Approval Notice, and authorizing its dissemination pursuant to the Plan of Notice as set out in the Pre-Approval Order; (4) the Opt-Out Form; (5) the Claim Form; and (6) Class Counsel Fees; AND UPON READING the materials and briefs submitted, including the Settlement Agreement between the Plaintiffs and the Defendants dated July 31, 2015 attached hereto as Schedule "A" (the "Settlement Agreement"); AND UPON HEARING counsel for the Plaintiffs and counsel for the Defendants, and noting the consent of counsel for

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the Defendants (with no consent sought or provided regarding fees); IT IS HEREBY ORDERED THAT:

1. Except as otherwise stated, this Order incorporates and adopts the definitions set out in the Settlement Agreement.
2. The Action is certified as a class proceeding pursuant to section 5(1) of the *Class Proceedings Act*, SA 2003, c C-16.5 ("CPA").
3. The certified class is a settlement class, as defined in section 4 of the CPA, and is defined as:

all persons, corporations, partnerships or other entities who held a beneficial interest in one or more investment account with Assante Wealth Management (Canada) Ltd. or Assante Capital Management Ltd., which were under the administration and direction of Brian Malley during the time period of January 1, 2008 through to and including December 31, 2013, excluding Opt-Out Parties and the named Defendants in Court of Queen's Bench Action No. 1210-01029, being Brian Malley, Christine Malley, Assante Wealth Management (Canada) Ltd. and Assante Capital Management Ltd.
4. The Settlement Agreement is fair, reasonable and in the best interests of the Class.
5. The Settlement Agreement is approved pursuant to section 35 of the CPA.
6. The Settlement Agreement shall be implemented in accordance with its terms.
7. The Settlement Agreement, in its entirety, forms part of this Order and is binding upon the Defendants, the Plaintiffs and the Class Members, including those persons or estates that require litigation representatives and the requirements of Rules 2.11 and 2.18 are hereby disposed of.
8. Class Counsel fees in the amount of \$2,918,924.12, plus applicable taxes on fees of \$145,946.21, plus disbursements of \$257,383.75, plus applicable taxes on disbursements of \$12,869.19, plus such additional disbursements as may properly be incurred by Class Counsel up to the Effective Date (not to exceed \$10,000), are hereby approved.
9. An honorarium for each of the representative Plaintiffs, Allan Rue and David Jamieson, in the amount of \$2,000 each (to come out of legal fees paid to Class Counsel), is hereby approved.
10. The Distribution Plan, attached hereto as Schedule "B", is hereby approved as fair and reasonable, and the Escrow Settlement Amount shall be distributed in accordance with the Distribution Plan after the payment of Class Counsel Fees and Administration

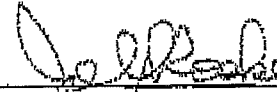
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Expenses. The Claims Administrator shall make all reasonable efforts to minimize amounts donated to the Alberta Securities Commission pursuant to paragraph 25 of the Distribution Plan. The Claims Administrator shall report to the Court and Class Counsel in accordance with the requirements of paragraph 7 (j) and (k) of the Distribution Plan.

11. The form and content of the Approval Notice, substantially in the form attached hereto as Schedule "C", is hereby approved.
12. The Claim Form, substantially in the form attached hereto as Schedule "D", is hereby approved.
13. The Opt-Out Form, substantially in the form attached hereto as Schedule "E", is hereby approved.
14. The Approval Notice (which encloses the Claim Form and the Opt-Out Form) shall be published and disseminated in accordance with the Plan of Notice.
15. On notice to the Court but without further order of the Court, the parties to the Settlement Agreement may agree to reasonable extensions of time to carry out any of the provisions of the Settlement Agreement.
16. Except for the obligation to pay the Settlement Amount and provide the information and assistance contemplated by section 10 of the Settlement Agreement, the Releasees have no responsibility for and no liability whatsoever with respect to the administration of the Settlement Agreement.
17. If the Settlement Agreement is terminated pursuant to any rights of termination therein, then:
 - (a) the Order shall be set aside, be of no further force or effect, and be without prejudice to any party; and
 - (b) each party to the Action shall be restored to his or its respective position in the Action as it existed immediately prior to the execution of the Settlement Agreement.
18. As of the Effective Date, the Releasers forever and absolutely release the Releasees from the Released Claims.
19. As of the Effective Date, the Releasers shall not now or hereafter institute, continue, maintain or assert, either directly or indirectly, whether in Canada or elsewhere, on their own behalf or on behalf of any class or any other person, any action, suit, cause of action, claim or demand against any Releasee or any other person who may claim contribution or indemnity from any Releasee in respect of any Released Claim or any matter related thereto.

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20. Upon the Effective Date, the Action shall be dismissed against the Defendants without costs and with prejudice, without further order of the Court.



Associate Chief Justice of the Court
of Queen's Bench of Alberta