

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

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 SYNAPTIVE MEDICAL INC.

MONITOR'S CERTIFICATE

RECITALS

A. Pursuant to the Initial Order of Justice Osborne of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated March 19, 2025, as amended and restated on March 26, 2025, the Applicant was granted protection from their creditors pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, and Richter Inc. was appointed as the monitor of the Applicant (in such capacity, the “**Monitor**”).

B. Capitalized terms not otherwise defined herein shall have the meanings given to them in the Approval and Reverse Vesting Order of this Court dated June 18, 2025 (the “**ARVO**”)

C. Pursuant to the ARVO, the Court approved the Transactions contemplated by the Subscription Agreement dated June 12, 2025 between the Applicant and the Purchaser, and ordered, among other things, that: (i) all of the Applicant's right, title and interest in and to the Excluded Assets shall vest absolutely and exclusively in ResidualCo; (ii) all of the Excluded Contracts and Excluded Liabilities shall be transferred to, assumed by and vest in ResidualCo; and (iii) all of the right, title and interest in and to the Subscribed Shares shall vest absolutely and exclusively in the Purchaser free and clear of and from any Claims and Encumbrances, which vesting is to be effective upon the delivery by the Monitor to the Purchaser and the Applicant of a certificate confirming that the Monitor has received written confirmation in the form and substance satisfactory to the Monitor from the Applicant and the Purchaser that all conditions to closing have been satisfied or waived by the parties to the Subscription Agreement.

THE MONITOR CERTIFIES the following:

1. The Monitor has received written confirmation from the Purchaser, the Applicant and EDC, in form and substance satisfactory to the Monitor, that all conditions to closing have been satisfied or waived by the parties to the Subscription Agreement.
2. This Monitor's certificate was delivered by the Monitor at 11:43 a.m. (E.T.) on June 26, 2025.

Richter Inc., in its capacity as Monitor of the Applicant, and not in its personal capacity.

Per: 

Name: Karen Kimel

Title: Senior Vice President



Civil Submissions Online

Confirmation

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Court file number

CV-25-00739279-00CL

Submitted to the Superior Court of Justice in

Toronto

Confirmation number

3254594

Date and time

26-Jun-2025 12:22 PM

Document(s) submitted**File Name**

Monitor's Certificate - Toronto Commercial List only

Monitor's Certificate - Richter Inc._ Monitor - Synaptive Medical - 26-JUN-2025 .pdf

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