

DISCLAIMER

To: Each Potential Purchaser (“Bidder”)

msi Spergel inc., solely in its capacity as the court-appointed receiver of the asset, undertakings and properties of 10503452 Canada Inc. pursuant to the Order of the Honourable Madam Justice Conway of the Ontario Superior Court of Justice (Commercial List) made on May 14th, 2024 (the “**Vendor**”), makes no representation or warranty of any nature or kind in respect of the information and the details on the Property in the Receiver’s data room (the “**Asset**”), including, without limitation, as to title, encumbrances, description, fitness for any particular purpose, or at all, merchantability, condition, quantity or quality, existence, and any and all conditions, warranties or representations expressed or implied pursuant to the *Sale of Goods Act* (Ontario) or similar legislation do not apply hereto. The description of the Asset is for the purpose of identification only. No representation, warranty or condition has or will be given by the Vendor concerning the completeness or accuracy of such descriptions or information provided.

The Bidder must make its own independent assessment of the Asset and rely upon its own due diligence and judgment in reaching any conclusions respecting the Asset and the contemplated purchase of the Asset.

The Bidder acknowledges having reviewed the terms of sales process document made available by the vendor and any offer made is subject to such terms.

The Vendor, nor its officers, directors, advisors, agents, employees or legal representatives shall have any responsibility or liability at law, or otherwise, for any reliance the Bidder may place on the description of the Asset and the date and information as provided by the Receiver and its agents.

This Disclaimer is hereby acknowledged, this ____ day of ____ 2024.
