

CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF BEDFORD

SUPERIOR COURT  
COMMERCIAL DIVISION  
(Sitting as a court designated pursuant to the  
*Companies Creditors Arrangement Act*)

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N°: 460-11-001918-104

DATE: JUNE 9, 2010

PRESENT: GAÉTAN DUMAS, J.S.C.

IN THE MATTER OF THE COMPROMISE OR  
ARRANGEMENT OF:

AAER INC.

and

AAER USA INC.

and

WIND-SMART LLC

Debtors/Petitioners

and

SAMSON BÉLAIR / DELOITTE & TOUCHE INC.

Monitor

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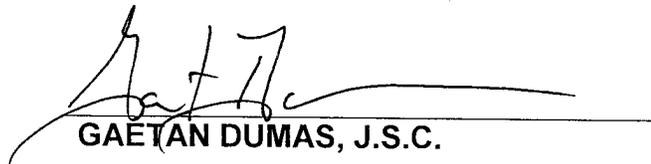
ORDER

SEEING AAER INC., AAER USA INC. and WIND-SMART LLC (the "**Petitioners**") Motion for a third extension of the Initial Order pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, C-36 and for postponement of the annual meeting of shareholders (the "**Motion**"), the exhibit, the affidavit of Dave Gagnon filed in support thereof, and the submissions of counsels present at the hearing;

WHEREFORE, THE COURT:

1. **GRANTS** the present Motion for a Third Extension of the Initial Order and for Postponement of the Annual Meeting of Shareholders (the "**Motion**");

2. **DECLARES** that the time for service of the Motion is hereby abridged such that the Motion is properly presentable;
3. **DECLARES** that the service of the Motion constitutes good and sufficient service on all persons and further **DECLARES** that the Petitioners are relieved of any other requirements for service of the Motion;
4. **ORDERS** that the Stay Period ("*Période de suspension*" as defined in the Initial Order), as subsequently extended by this Court, shall be extended up to and including July 7, 2010;
5. **DECLARES** that the Initial Order shall be otherwise unchanged, except to expressly provide that the Finloc Inc., the DIP Lender ("*Prêteur temporaire*" as defined in the Initial Order), shall not be affected by the stay of Proceedings during the Stay Period;
6. **ORDERS** that AAER Inc. be and is hereby relieved of any obligation to call and hold an annual meeting of shareholders on or before June 30, 2010, and that AAER Inc. be directed to hold such a meeting, as the case may be, by September 30, 2010;
7. **REQUESTS** the aid and recognition of any court or any judicial, regulatory or administrative body in any province or territory of Canada and any judicial, regulatory or administrative tribunal or other court constituted pursuant to the Parliament of Canada or the legislature of any province or any court or any judicial, regulatory or administrative body of the United States and of any other nation or state to act in aid of and to be complementary to this Court in carrying out the terms of this Order;
8. **ORDERS** the provisional execution of the Order notwithstanding any appeal and without the necessity of furnishing any security;
9. **THE WHOLE** without costs.

  
GAETAN DUMAS, J.S.C.