

CANADA
PROVINCE OF
BRITISH COLUMBIA

) IN THE MATTER OF THE UNITED STATES
) BANKRUPTCY COURT FOR THE
) NORTHERN DISTRICT OF ILLINOIS,
) EASTERN DIVISION, and
) IN RE: ASCALADE COMMUNICATIONS
) INC., and ASCALADE TECHNOLOGIES INC.,
) Debtors in a Foreign Proceeding, and the filing
) pursuant to §§1515 and 1517 of the United States
) Bankruptcy Code
)

TO WIT:

I, JOHN F. GRIEVE, of the City of Vancouver, in the Province of British Columbia, do solemnly declare that:

1. I am a partner of Fasken Martineau DuMoulin LLP, the solicitors for Deloitte Touche, Inc., in the British Columbia Supreme Court action No. S081520, *In the Matter of the Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36, and *In the Matter of the Canada Business Corporations Act*, R.S.C. 1985, c. C-44, and *In the Matter of the British Columbia Business Corporations Act*, S.B.C. 2002 c. 57, and *In the Matter of Ascalade Communications Inc. and Ascalade Technologies Inc.* (the "Ascalade CCAA Proceedings").
2. I am a practicing lawyer in the Province of British Columbia, and member in good standing of the Law Society of British Columbia, and have been so since 1985. My practice has been devoted primarily to areas of banking litigation, insolvency and restructuring. I am the Chair of Fasken Martineau DuMoulin LLP's Global Insolvency and Restructuring Group.
3. The *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the "CCAA"), is a federal statute pronounced under the laws of Canada, the objective of which is to permit compromises or arrangements to be made between insolvent corporations and their creditors. The CCAA has a broad remedial purpose giving debtor corporations a process by which they may reorganize their debt without making a formal assignment in bankruptcy under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3 ("BIA"). The CCAA provides a structured and monitored environment to allow corporate debtors to effect a plan of reorganization that will enable them to meet the demands of their creditors, and to maintain the status quo through a stay of proceedings (s. 11(3) of the CCAA), notwithstanding that the corporations are insolvent within the meaning of the BIA.
4. From my understandings of the US Code, the CCAA is roughly the Canadian equivalent of Chapter 11 in terms of its legal effect for the reorganization and restructuring of insolvent corporations' debts.

