

Please see file for
Schedule "A"

No. M000047
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA



JAMES HOY and ANDREW STEEDS

PLAINTIFFS

MEDTRONIC INC. and
MEDTRONIC OF CANADA LTD.

DEFENDANTS

ORDER

BEFORE THE HONOURABLE
MADAM JUSTICE D. SMITH

)
) The 1st day of April, 2005.
)
)

THE APPLICATION of the Plaintiffs for judgment approving the settlement of this class proceeding pursuant to the provisions of the *Class Proceedings Act*, R.S.B.C. 1996, c. 50 coming on for hearing on the 1st of April, 2005, ^{AT VANCOUVER, B.C.} and on hearing James H. MacMaster, Ward K. Branch and Christopher A. Rhone, counsel for the Plaintiffs; and hearing Hein Poulus, Q.C. and David R. Brown, counsel for the Defendants.

AND UPON READING the following Affidavits sworn herein of

1. Affidavit #2 of James H. MacMaster, sworn March 23, 2005;
2. Affidavit #3 of James H. MacMaster, sworn March 30, 2005;
3. Affidavit #2 of Christopher A. Rhone, sworn March 23, 2005;
4. Affidavit #2 of James Hoy, sworn March 29, 2005; and
5. Affidavit #2 of Andrew Steeds, sworn March 30, 2005.

THIS COURT ORDERS that:

1. The Settlement Agreement attached as Exhibit "A" to the Affidavit of James H. MacMaster sworn March 23, 2005, as amended in the manner described in the

Affidavit of Christopher A. Rhone, sworn March 23, 2005 and attached hereto as Schedule "A" (the "Settlement Agreement") is reasonable, fair and in the best interests of the Class.

2. The Settlement Agreement is hereby approved and is binding upon the parties to the Settlement Agreement and all members of the Class who have not opted out pursuant to the terms of earlier orders of this Court, and who do not duly opt out as provided by the Settlement Agreement.
3. The terms of the Settlement Agreement, including all Schedules attached thereto, are deemed to be part of this Order. All rights, obligations, and releases described in the Settlement Agreement form part of this Order.
4. This action is dismissed with prejudice and without costs, subject to paragraphs 5 and 6 below.
5. If the Defendants avail themselves of their option to terminate the settlement, as described in the Settlement Agreement, then
 - (a) this Order and any opt-out notices given in accordance with the provisions of this Order and the Settlement Agreement, shall be void and the parties shall be returned, in all regards, to their previous legal positions;
 - (b) The Defendants shall pay to class counsel 50% of the costs of issuing pre-approval and post-approval notice upon delivery by class counsel to Medtronic of receipts evidencing such costs; and
 - (c) this action shall continue as though no Settlement had been reached and without prejudice to the class or to the Defendants.
6. All claims by members of the class who have not opted out are finally and absolutely extinguished except, and only to the extent that, any member of the class is prohibited by law or statute from releasing or compromising any part or parts of those claims. For greater certainty, whatever rights the governments of the provinces of British Columbia, Alberta, Ontario and Nova Scotia (the

“Governments”) claim to have in this action, are, to the extent that the Governments in fact have such rights, which is contested by the Defendants, preserved and the Governments may initiate a separate action in order to assert those rights.

7. Class counsel shall be entitled to fees in the amounts set out in paragraph 3 of the Affidavit of James H. MacMaster, sworn March 30, 2005, disbursements including applicable taxes in the amount of \$227,557.40 plus Notice and Administration Costs including applicable taxes in the amount of \$51,580, which amounts shall be deducted from the Settlement Fund pursuant to the Settlement Agreement.

APPROVED AS TO FORM:

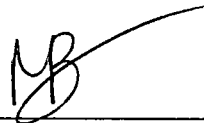


Counsel for James Hoy and Andrew Steeds, as
representative Plaintiff



Counsel for Medtronic Inc. and Medtronic of
Canada Ltd.

BY THE COURT,



Registrar

~~By the Court.~~

ENTERED

MAY 13 2005

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