

POWER OF ATTORNEY

TO: Nth Gen Software Inc. operating as TradeRev 150 John Street, Fifth Floor, Toronto, Ontario M5V 3E3

TO: OPENLANE Canada, Inc. 150 John Street, Fifth Floor, Toronto, Ontario M5V 3E3

TO: ADESA Auctions Canada Corporation operating as:

ADESA Calgary 1621 Veterans Blvd. NE Airdrie, Alberta T4A 2G6	ADESA Moncton 47 Edinburgh Drive Moncton, New Brunswick E1E 2K6	ADESA Toronto 55 Auction Lane Brampton, Ontario L6T 5P4	ADESA Kitchener R.R. #1, 55 Waydom Drive Ayr, Ontario N0B 1E0	ADESA Windsor 188000 Country Rd #42 Tilbury, Ontario N0P 2L0
ADESA Edmonton 1701 - 9th Street Nisku, Alberta T9E 8M8	ADESA Ottawa 1717 Burton Road Vars, Ontario K0A 3H0	ADESA Vancouver 7111 No. 8 Road Richmond, British Columbia V6W 1L9	ADESA St. John's 192 McNamara Drive Paradise, Newfoundland A1L 0A6	ADESA Halifax 300 Sky Blvd Enfield, Nova Scotia B2T 1K3
ADESA Saskatoon 618-48th St. E. Saskatoon, Saskatchewan S7K 6K4	ADESA Richmond Public Auction 16179 Blundell Road Richmond, British Columbia V6W 0A3	ADESA Winnipeg 1 Mile North of the Perimeter Hwy 7 Winnipeg, Manitoba R3C 2E6		

AND TO: ADESA MONTREAL CORPORATION operating as **ADESA Montreal**, 300 Albert Mondou, St. Eustache, Quebec J7R 7A7

AND TO: ADESA QUEBEC CORPORATION operating as **ADESA Quebec**, 500 lère Avenue, Levis, Quebec G6W 5M6

AND TO: ADESA REMARKETING SERVICES INC. operating as:

ARS Toronto 55 Auction Lane Brampton, Ontario L6T 5P4	ARS Ottawa 1717 Burton Road Vars, Ontario K0A 3H0	ARS Windsor 188000 Country Rd #42 Tilbury, Ontario N0P 2L0	ARS Kitchener RR#1, 55 Waydom Drive Ayr, Ontario N0B 1E0
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FROM: _____ (the "Grantor")
FULL LEGAL NAME OF CONSIGNOR

ADDRESS: _____

DATE: _____ **Auction Access #:** _____

- 1) For value received, the Grantor hereby appoints NTH GEN SOFTWARE INC., OPENLANE CANADA INC., ADESA AUCTIONS CANADA CORPORATION, ADESA MONTREAL CORPORATION, ADESA QUEBEC CORPORATION and ADESA REMARKETING SERVICES INC. (collectively and individually, the "**Auction**") through its authorized employees and agents to be the Grantor's ATTORNEY in respect of all matters pertaining to the registration, licensing and sale of vehicles owned by or under the legal control of Grantor including, without limitation, to:
 - (i) sign, give, receive and hold, on behalf of the Grantor, all sales agreements, vehicle transfers, vehicle ownerships, titles, odometer disclosure statements and vehicle registrations (in the form used by the Auction or applicable federal, provincial or state regulatory authorities as amended or revised from time to time); and
 - (ii) take all steps, do all things and execute all documents and receipts as the Auction considers necessary, incidental, desirable or expedient in respect of its role as the Grantor's attorney for any Vehicle purchased or sold by the Grantor through the services of the Auction.
- 2) In completing Odometer Disclosure Statements on Grantor's behalf, Auction may rely upon the kilometers or miles (as applicable) displayed on the odometer of any vehicle offered and/or listed for sale by Grantor or on its behalf unless

prior to the sale of the vehicle, Grantor expressly advised the Auction in writing that the vehicle odometer does not display the actual kilometers or miles driven.

- 3) The Auction, buyers and sellers of Vehicles offered for sale through Auction, and federal, provincial and state driver and vehicle licensing offices and transportation authorities are authorized and directed to rely upon this Power of Attorney. This Power of Attorney may be exercised during any subsequent legal incapacity of the Grantor. This Power of Attorney will remain binding on the Grantor until written notice of its revocation is actually received by the Auction.
- 4) In consideration of Auction's agreement to execute such documents on behalf of the Grantor from time to time, the Grantor shall indemnify, defend, and hold harmless Auction, its affiliates, subsidiaries, officers, directors, employees, successors, and assigns (the "**Indemnified Parties**") from and against any and all loss, damages, liability, claims, cause of action, and expenses of whatever kind and nature, arising from the execution by Auction or its employees or agents of any sales agreements, vehicle transfers, vehicle ownerships, titles, odometer disclosure statements and vehicle registrations or other document necessary to transfer ownership of vehicles offered and/or listed for sale by Grantor through the services of Auction. Notwithstanding the foregoing, nothing contained herein shall be construed to require the Grantor to indemnify the Indemnified Parties for losses caused by the wilful misconduct of the Indemnified Parties unless the Indemnified Parties were acting pursuant to the instructions or direction of Grantor or its authorized representatives.

SIGNED, SEALED AND DELIVERED, this _____ day of _____, 20_____.

IN THE PRESENCE OF:

Witness #1

Signature of Witness #1

Name

Address

Grantor's Full Legal Name

Signature of Authorized Representative of Grantor

Name and Title

I/We have authority to bind the corporation.

Witness #2

Signature of Witness #2

Name

Address

AUCTION SIGNATURES

NTH GEN SOFTWARE INC..

Signature of Authorized Representative

Name and Title

I/We have authority to bind the corporation.

OPENLANE CANADA, INC.

Signature of Authorized Representative

Name and Title

ADESA AUCTIONS CANADA CORPORATION

Signature of Authorized Representative

Name and Title

I/We have authority to bind the corporation.

ADESA MONTREAL CORPORATION

Signature of Authorized Representative

Name and Title

I/We have authority to bind the corporation.

ADESA QUEBEC CORPORATION

Signature of Authorized Representative

Name and Title

I/We have authority to bind the corporation.

ADESA REMARKETING SERVICES INC.

Signature of Authorized Representative

Name and Title

I/We have authority to bind the corporation.

If the Grantor is an individual in British Columbia the following certificate must be completed by a Notary Public.

Certificate of Notary Public

I HEREBY CERTIFY THAT:

1. _____ of _____ in the Province of British Columbia, the Grantor named in the Power of Attorney dated _____ naming NTH GEN SOFTWARE INC., OPENLANE CANADA INC., ADESA AUCTIONS CANADA CORPORATION, ADESA MONTREAL CORPORATION, ADESA QUEBEC CORPORATION and ADESA REMARKETING SERVICES as his/her attorney, which this certificate is noted on, appeared in person before me and acknowledged that he had executed the Power of Attorney;
2. I satisfied myself by examination of him/her that he/she is aware of the contents of the Power of Attorney and understands it.

GIVEN at _____ this _____ day of _____, 20_____ under my hand and seal of my office.

(SEAL)

A Notary Public in and for the Province of British Columbia

STATEMENT OF GRANTOR

I am the person named in this Certificate.

Signature of Grantor