Court File No. CV-19-000632052-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF AGMEDICA BIOSCIENCE INC., 2472602 ONTARIO INC., 2642466 ONTARIO INC., 8895309 CANADA INC., WELLWORTH HEALTH CORP., 8050678 CANADA INC., 8326851 CANADA INC., TAVIVAT NATURALS INC., WORLDWIDE BEVERAGE INNOVATIONS INC., UNIQUE BEVERAGES (USA) INC., and ESEELA INC.
(each an **"Applicant"** and collectively, the **"Applicants")**

SEVENTH REPORT OF THE MONITOR DATED JUNE 24, 2020

INTRODUCTION

1. On December 2, 2019, the Court granted an initial order (as amended and restated from time to time, the "**Initial Order**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended ("**CCAA**") that, among other things, granted a stay of proceedings against the Applicants for the initial 10-day period (the "**Stay Period**"), appointed Ernst & Young Inc. as monitor of the Applicants in these CCAA proceedings (in such capacity, the "**Monitor**"), granted certain Court-ordered charges (the "**Charges**"), and approved certain interim financing. The Applicants sought CCAA protection to allow them an opportunity to restructure their business and affairs.

2. On December 12, 2019, the Court granted an order (the "**Amended and Restated Initial Order**") extending the Stay Period until March 12, 2020 and amending the Initial Order to, among other things:

   a. increase the maximum amount of the Charges; and

b. authorize the Applicants' entering into a DIP facility agreement (the "**DIP Facility**") with SF V Bridge III, LP ("**Stabilis**"), one of the Applicants' existing secured creditors.

3. On December 12, 2019, the Court also granted an order (the "**Non-Core Real Estate Order**") approving the retention of CBRE Limited ("**CBRE**") by the Applicants and authorizing the Applicants to market and sell four properties not currently being used in the Applicants' operations, which are referred to as the Non-Core Real Estate (as defined in the Non-Core Real Estate Order), with the assistance of the Monitor.

4. On January 3, 2020, the Court granted:

   a. an order (the "**DIP Facility Loan Agreement Approval Order**") approving the definitive DIP loan agreement between the Applicants and Stabilis dated as of December 20, 2019 (the "**DIP Facility Loan Agreement**"); and

   b. an order (the "**SISP Order**") approving the Applicants' sale and investment solicitation process (the "**SISP**").

5. On February 4, 2020, the Court granted an order approving the claims process (the "**Claims Process**") proposed by the Applicants (the "**Claims Procedure Order**").

6. On February 21, 2020, the Court granted:

   a. an approval and vesting order with respect to the sale of one of the Non-Core Real Estate properties, 650 Riverview Drive, Chatham-Kent, Ontario ("**650 Riverview**"); and

   b. a distribution order authorizing and directing the Applicants to make certain distributions of the proceeds from the sale of 650 Riverview to Stabilis on account of the DIP Facility and the pre-filing secured loan from Stabilis to certain of the Applicants.

7. On March 9, 2020, the Court granted:

a. an approval and vesting order with respect to the sale of another of the Non-Core Real Estate properties, 1095 Wilton Grove Road, London, Ontario (the "**London Property**");

b. a distribution order authorizing and directing the Applicants to make certain distributions of the proceeds from the sale of London Property to Stabilis on account of the DIP Facility and the pre-filing secured loans from Stone Quest Capital Corporation ("**Stone Quest Facility**") and Kathleen Glynn Philipp (the "**Philipp Facility**") to certain of the Applicants; and

c. an order (the "**Stay Extension and KERP Order**") extending the Stay Period to June 30, 2020 and approving the key employee retention program.

PURPOSE

8. The purpose of this Seventh report of the Monitor (the "**Seventh Report**") is to provide information to the Court on:

a. the progress and status of the CCAA proceedings;

b. the activities of the Applicants and the Monitor since the sixth report of the Monitor dated March 5, 2020 (the "**Sixth Report**");

c. the proposed agreement of purchase and sale (the "**715 Sale Agreement**") between 1803299 Ontario Inc., as buyer, and 2472602 Ontario Inc. ("**2472602**"), one of the Applicants, as seller, for the property with municipal address 715 Richmond Street, Chatham-Kent, Ontario and PIN 00528-0006 (LT) ("**715 Richmond**"), one of the Non-Core Real Estate properties;

d. the proposed agreement of purchase and sale (the "**830 Sale Agreement**") between 1815513 Ontario Inc., as buyer, and 2472602, as seller, for the property with municipal address 830 Richmond Street, Chatham-Kent, Ontario and PIN 00527-0019 (R) ("**830 Richmond**"), another one of the Non-Core Real Estate properties;

e. the proposed distribution of proceeds from the sale transaction contemplated by the 830 Sale Agreement (the "**830 Transaction**") and 715 Sale Agreement (the "**715 Transaction**" and collectively with the 830 Transaction, the "**Richmond Transactions**") to Stabilis on account of the pre-filing secured loan to 2472602 and certain of the other Applicants (the "**Proposed Distribution**");

f. the actual receipts and disbursements of the Applicants from February 22, 2020 to June 12, 2020 as well as the Applicants' revised cash flow forecast for the period of June 13, 2020 to September 11, 2020 (the "**Cash Flow Forecast**");

g. the fees and disbursements of the Monitor for the period from February 1, 2020 to May 15, 2020;

h. the fees and disbursements of the Monitor's legal counsel for the period from February 1, 2020 to April 30, 2020; and

i. the Monitor's recommendation with respect to the Applicants' motion for:

    i. orders (the "**Approval and Vesting Orders**") approving the Richmond Transactions and the execution of the 715 Sale Agreement by 2472602, vesting 715 Richmond in 1803299 Ontario Inc. free and clear of encumbrances, approving the 830 Sale Agreement by 2472602 and vesting 830 Richmond in 1815513 Ontario Inc. free and clear of encumbrances; and

    ii. an order (the "**Stay Extension Order**") approving the Proposed Distribution, extending the Stay Period to September 11, 2020, approving the Applicants' termination of the SISP and approving the activities and the fees and disbursements of the Monitor and its legal counsel.

TERMS OF REFERENCE

9. In preparing this Seventh Report and making the comments herein, the Monitor has been provided with, and has relied upon, unaudited financial information, books and records prepared by the Applicants, discussions with management of the Applicants ("**Management**"), and information from other third-party sources (collectively, the "**Information**"). Except as described in this Seventh Report in respect of the Cash Flow Forecast:

   a. The Monitor has reviewed the Information for reasonableness, internal consistency and use in the context in which it was provided. However, the Monitor has not audited or otherwise attempted to verify the accuracy or completeness of such information in a manner that would wholly or partially comply with Generally Accepted Assurance Standards ("**GAAS**") pursuant to the Chartered Professional Accountants Canada Handbook and, accordingly, the Monitor expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information; and

   b. some of the information referred to in this Seventh Report consists of forecasts and projections. An examination or review of the financial forecast and projections, as outlined in the Chartered Professional Accountants Canada Handbook, has not been performed.

10. Unless otherwise indicated, the Monitor's understanding of factual matters expressed in this Seventh Report concerning the Applicants and their business is based on the Information, and not independent factual determinations made by the Monitor.

11. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian dollars.

BACKGROUND

12. The principal operating entity among the Applicants is AgMedica Bioscience Inc. ("**AgMedica**"), which is a licensed producer of cannabis in accordance with the *Cannabis Act* and the *Cannabis Regulations*. The principal activities of AgMedica are the

production, distribution, and sale of dried cannabis flower, pre-rolled cannabis, cannabis soft gel capsules, and cannabis oil.

13. AgMedica currently holds two site licenses:

a. 1st Site license permits the cultivation, processing, and sale of cannabis plants and seeds (dried and fresh), oils, extracts, edibles and topicals both for registered patients (medical use) and the recreational market (adult use); and

b. 2nd Site license permits the sale of cannabis plants and seeds (dried and fresh) and oils for registered patients only (medical use).

14. All the legal entities comprising the Applicants are privately held companies incorporated under the laws of Ontario or Canada, with the sole exception of Unique Beverages (USA) Inc., a dormant corporation incorporated under the laws of Delaware.

15. All court documents and materials related to this CCAA proceedings have been posted on the Monitor's website at www.ey.com/ca/agmedica (the "**Monitor's Website**").

COVID-19 IMPACTS

16. In March 2020, the Applicants, like many other businesses, were faced with significant challenges from the impacts of the COVID-19 virus, and the resultant impact brought on by the state of emergency declared in Ontario on March 17, 2020, which required many businesses to close to reduce the spread of COVID-19. AgMedica's operations have been and remain permissible operations during the state of emergency and AgMedica has continued to operate and sell its product through its facility while closing its office. Although online sales through the Ontario Cannabis Store and other provincial online retailers continued during the closures, the retail industry, including cannabis retail stores, was significantly impacted by store front closures across Canada. AgMedica's major customers have seen varying impacts to their sales over the past few months, from customers stockpiling in the beginning months, changing their buying habits throughout, to reducing their consumption altogether. Staffing levels at AgMedica have remained consistent during this time frame as AgMedica continues to grow and cultivate in order to

ensure products are available for sale as retail stores across Canada, especially in Ontario, continue to re-open and consumer spending levels rebound.

17. As various government relief programs have been made available to businesses and individuals throughout Canada, AgMedica has reviewed its own eligibility and the eligibility of its current employees and sought relief where possible. The Applicants have been able to benefit from deferred property taxes and utilities, and the Temporary Wage Subsidy for Employers. AgMedica continues to review its eligibility for the Canada Emergency Wage Subsidy.

SALE OF NON-CORE ASSETS

18. As part of the Applicants' restructuring activities, they reviewed their existing operations and equipment to determine items that were not being used and no longer were needed for day-to-day operations.

19. As detailed in the Affidavit of Trevor Henry sworn June 22, 2020 (the "**June 22 Affidavit**"), around March 2020, the Applicants, with the assistance of the Monitor, put together marketing material (the "**Equipment Teasers**") to assist in the sale of certain surplus equipment (the "**Surplus Equipment**"). Equipment Teasers were distributed directly to known companies that expressed interest in surplus equipment for cannabis operations. Over the past few months, there were several parties that expressed interest in the Surplus Equipment, however, the offers received were at prices that were not acceptable to the Applicants and the Monitor.

20. 715 Richmond was being used by the Applicants as additional office space and as a storage space for surplus and idle equipment and supplies, such as grow mediums, packaging inventory and excess construction material. The Applicants reviewed the items in storage at 715 Richmond and determined that these items were no longer required for their current operations. Collectively, the items at 715 Richmond and the Surplus Equipment are referred to as the "**Non-Core Assets**".

21. The Applicants determined that the best option to maximize the value of the Non-Core Assets would be through an auction. In April, the Applicants, in consultation with the

Monitor, canvassed proposals from multiple auctioneers and in early May, entered into a contract with Danbury Global Limited ("**Danbury**") to auction the Non-Core Assets.

22. The auction for the Non-Core Assets occured on June 18, 2020. The aggregate gross proceeds realized at the auction was $375,795, which exceeded the proposals received by the Applicants in their prior marketing efforts for the Surplus Equipment. The DIP Lender has agreed that 50% of the net proceeds from the auction will be retained by the Applicants to fund operational and restructuring costs, with the other 50% being used to pay down a portion of the amount currently outstanding under the DIP Facility, as required by section 18(b) of the DIP Facility.

SALE AND INVESTMENT SOLICITATION PROCESS

23. The Applicants, with the assistance of the Monitor, have undertaken an extensive SISP, with 349 prospective parties contacted.

24. On March 19, 2020, the original Phase 1 Bid Deadline of March 20, 2020 was extended to March 27, 2020 as a result of the impacts of COVID-19 and requests made from several potential bidders. This extension was supported by the DIP Lender and approved by the Monitor.

25. By the extended Phase 1 Bid Deadline of March 27, 2020, the Applicants received a number of non-binding letters of interest (the "**LOIs**"). In consultation with the Monitor and the DIP Lender, the Applicants reviewed the LOIs and considered certain of the LOI's to be "**Qualified LOIs**" thereby deeming those bidders to be a "**Phase 2 Qualified Bidders**".

26. After consultation with the Monitor and the DIP Letter, and with approval from the Monitor, the Applicants determined the process for proceeding to Phase 2 of the SISP. Each of the Phase 2 Qualified Bidders received a bid process letter (the "**Bid Process Letter**") sent by the Monitor on April 1, 2020, outlining the details and procedures for Phase 2. A copy was posted on the Monitor's Website and is attached as Appendix "**A**".

27. As the Phase 1 Bid Deadline was extended by one week, the Phase 2 Qualified Bidders requested an extension from the original Phase 2 Bid Deadline of April 17, 2020 to April 30, 2020 to afford the same time frame during the second phase of the SISP to perform their due diligence. In consultation with the DIP Lender and the Monitor, the Applicant extended the Phase 2 Bid Deadline to April 30, 2020, with approval by the Monitor.

28. On or around April 28, 2020, an additional request was made from a number of the Phase 2 Qualified Bidders for further extension of the Phase 2 Bid Deadline due to certain challenges as a result of COVID-19, such as travel bans and business disruptions within their own operations, which hindered their ability to perform due diligence. In consultation with the DIP Lender and the Monitor, the Applicants further extended the Phase 2 Bid Deadline to May 21, 2020, with approval by the Monitor. Notice of the extension was posted on the Monitor's Website and the Service List was made aware of the extension.

29. Only one binding offer was received by the May 21, 2020 Phase 2 Bid Deadline (the "**Phase 2 Bid**"). As further detailed in the June 22 Affidavit, the Phase 2 Bid was not acceptable to the Applicants and the board of AgMedica, in consultation with the Monitor, as presented.

30. The Applicants, with the assistance of the Monitor, entered into negotiations with the bidder (the "**Phase 2 Bidder**") to improve the Phase 2 Bid. As a result of the negotiations, the Phase 2 Bid was revised by the Phase 2 Bidder (the "**Revised Bid**"). The Applicants, in consultation with the Monitor and the DIP Lender reviewed and evaluated the Revised Bid and determined the Revised Bid would not be sufficient for a successful restructuring and, based on its structure, would not lead to a plan of arrangement that would likely be accepted by the unsecured creditors of the Applicants. The Applicants do not believe that further negotiation with the Phase 2 Bidder would result in the Revised Bid being improved further to the extent that it would support a successful restructuring and maximize value in the circumstances. As such, the Applicants, in consultation with the Monitor and the DIP Lender, determined that the Revised Bid should not be accepted and that it would be in the best interests of the Applicants and their stakeholders to pursue alternative transactions.

31. The Phase 2 Bidder has been notified that the Revised Bid has not been accepted.

32. The SISP Order provides that the Applicants have no obligation to enter into a Successful Bid (as defined in the SISP Order) and the Applicants may, after consultation with the Monitor and the DIP Lender, reject any or all of the Phase 2 Qualified Bids. The SISP has concluded with no Successful Bid and therefore the Applicants and the Monitor are seeking to terminate the SISP.

33. The Monitor believes it is appropriate to terminate the SISP because:

a. the rejection of the Revised Bid concludes the SISP as approved under the SISP Order;

b. COVID-19 has negatively impacted the results of the SISP and would continue to negatively impact any attempts to continue the SISP; and

c. termination of the SISP will allow the Applicants to pursue alternative recapitalization transactions that the Applicants believe, in consultation with the Monitor and the DIP Lender, may be more beneficial to the Applicants' stakeholders.

CLAIMS PROCESS

34. Attached as Appendix "**B**" is the status of claims filed against the Applicants pursuant to the Claims Procedure Order as at June 18, 2020 (the "**Claims Summary**"). All claim amounts are listed in Canadian dollars using the daily average exchange rate published by the Bank of Canada on December 2, 2019 (the date these CCAA proceedings were commenced).

35. To date, 221 claims with a cumulative value of approximately $66.0 million have been filed. The Monitor, in conjunction with the Applicants, has reviewed all 221 claims filed to date.

36. There are 15 claims that are still being reviewed by the Applicants. 11 of these claims were submitted by the Canada Revenue Agency ("**CRA**"). As a result of the disruptions caused by COVID-19, CRA has indicated that the audits that are necessary to finalize their claims have been significantly delayed.

37. As at the date of this Seventh Report, the Monitor has provisionally accepted 174 claims, comprised of unsecured claims with a value of approximately $23.4 million and secured claims with a value of approximately $6.6 million. The secured claim values have been, and will continue to be, amended following distributions from the sale of the Non-Core Real Estate.

38. There are ten claims that have been disallowed or withdrawn with a value of approximately $13.6 million. This includes distributions to Stabilis, Stone Quest Capital Corporation ("**Stone Quest**") and Kathleen Glynn Philipp ("**Philipp**") in accordance with the distribution order granted by the Court on account of their respective pre-filing secured loans from the sale of 650 Riverview and the London Property totalling approximately $9.0 million, as noted in paragraph 7.b above.

39. There are nine claims that have either been partially or fully disallowed and a Notice of Dispute has been filed by the claimant. The total amount currently under dispute is approximately $17.0 million. There are two claims that have either been partially or fully disallowed for which the dispute period had not yet lapsed as at the date of the Claims Summary.

40. As further detailed in the June 22 Affidavit, almost the entirety of the value of the disputed claims is attributable to one disputed claim filed by EDF Renewables LP c/o EDF Renewables Distributed Solutions, Inc. (collectively, "**EDF**") in the amount of $16.7 million (the "**EDF Disputed Claim**") in connection with a battery system (the "**System**") that was installed at the Applicants' main operating facility at 566 Riverview Drive, Chatham-Kent, Ontario ("**566 Riverview**"). The Applicants disclaimed their agreement with EDF related to the System effective March 19, 2020.

41. In addition to its proof of claim, EDF also submitted a proof of property claim for the System. The Applicants, in consultation with the Monitor, have accepted the proof of property claim and are in communication with EDF to arrange for the System to be removed from 566 Riverview. Once the System has been removed and EDF is able to provide further information on the portion of its alleged loss that it will be able to mitigate by deploying the System at another premises, the Applicants, in consultation with the

Monitor, intend to engage in further discussions in an attempt to resolve the EDF Disputed Claim.

42. The Monitor and Applicants will report to this Court further on the status of these disputed claims in subsequent reports.

43. The Claims Procedure Order did not grant the Monitor discretion to extend the claims bar date (the "**Claims Bar Date**") for Pre-Filing Claims or Restructuring Claims (as defined in the Claims Procedure Order).

44. To date, the Monitor has received 11 Proof of Claims after the relevant Claims Bar Date totally approximately $350,000 (the "**Late Claims**"). It is the Monitor's understanding that the claimants only became aware that they may have a Pre-Filing Claim subsequent to the Claims Bar Date and thus did not intentionally miss the Claims Bar Date. To facilitate the timely resolution of the Late Claims, the Monitor intends to review and adjudicate the Late Claims at this stage, in each case subject to approval of the Court. The Monitor intends to seek Court approval to admit the Late Claims as proven claims, to the extent they are accepted, at a future hearing. The Monitor will continue to report to the Court on any further claims received following the relevant Claims Bar Date and the extent to which it determines that it would be appropriate to admit the Late Claims as proven claims.

PROPOSED APPROVAL AND VESTING ORDER

45. Since being granted authorization under the Non-Core Real Estate Order to market the Non-Core Real Estate, the Applicants have:

a. assisted CBRE in marketing and tours of the Non-Core Real Estate with prospective buyers;

b. negotiated price and terms on potential offers to purchase; and

c. assisted, as needed, in meeting conditions and closing requirements of the agreements of purchase and sale entered into by the Applicants with respect to the Non-Core Real Estate.

46. Of the four Non-Core Real Estate properties:

a. the sale of 650 Riverview was approved by the Court on February 21, 2020 and closed on March 3, 2020;

b. the sale of the London Property was approved by the Court on March 9, 2020 and closed on May 29, 2020;

c. 2472602 has entered into the 715 Sale Agreement for the sale of the 715 Richmond; and

d. 2472602 has entered into the 830 Sale Agreement for the sale of 830 Richmond.

<u>715 Richmond</u>

Background

47. 715 Richmond is a commercial building that was purchased by 2472602 in February 2017 for $2 million from a third party through the use of a commercial real estate agent. 715 Richmond was purchased in anticipation of converting the space into a production facility for cannabis products when additional expansion was feasible.

48. At the time of purchase by 2472602, 715 Richmond was fully vacant. Since then, the premises were renovated for additional office space and partially renovated in preparation for future expansion of the Applicants' propagation operation. The renovations included installation of structural walls and overhead lighting for approximately 1/3 of the premises. The remainder of the premises was used for storage of surplus supplies and inventory as mentioned in paragraph 20 above.

49. From the date 715 Richmond was purchased up to November 2019, the building had no production operations and has never been occupied by any of the Applicants for their own business purposes. Beginning December 2019, the Applicants leased 9,000 sq.ft of the facility to a third party to use as storage space for their assets.

50. The current operational restructuring strategy of the Applicants is to focus their efforts on expanding production capacity and reducing input costs at their current sole production facility located at 566 Riverview. In addition, there is sufficient office space within their head office location and at 566 Riverview to accommodate the employees that were located at 715 Richmond. There are no current plans to carry out any production at 715 Richmond or use it for any other business purposes of the Applicants. Accordingly, 715 Richmond is a non-core and non-essential asset of the Applicants.

Sales and Marketing Process

51. CBRE listed the property on the London St. Thomas Real Estate Board, which is the regional real estate board for 715 Richmond, for $5,175,000. CBRE placed signage on the property, created marketing materials and initiated an email marketing campaign. According to CBRE, a marketing email was sent to 455 targeted industrial users through Southwestern Ontario and 420 co-operating commercial brokers across Southwestern Ontario.

52. As outlined in the June 22 Affidavit, eight potential purchasers viewed 715 Richmond with CBRE and the buyer under the 715 Sale Agreement submitted the highest and best offer to purchase 715 Richmond.

715 Sale Agreement

53. The 715 Sale Agreement is based on a standard form template created by the Ontario Real Estate Association for commercial properties. The buyer, 1803299 Ontario Inc., is unrelated to the Applicants. The following is an outline of the material terms of the 715 Sale Agreement, a redacted copy of which is attached as Exhibit “E” to the June 22 Affidavit:

   a. 715 Richmond is being purchased on an ‘as is’ basis; and

   b. the offer was conditional on the following matters for the benefit of 2472602: (i) approval of the 715 Sale Agreement by the Monitor, and (ii) an approval and vesting order being issued by the Court.

54. If approved by the Court, the closing date for the 715 Transaction is set for August 31, 2020. The Monitor understands that the Applicants currently anticipate that the 715 Transaction will close accordingly to schedule.

55. The Monitor has reviewed the 715 Sale Agreement and believes that the terms and price are reasonable as:

a. the sales and marketing efforts of CBRE were reasonable in reaching potential purchasers of property of this size, location and usefulness;

b. the purchase price is reasonable relative to the original purchase price and appraised value of 715 Richmond, especially considering the current state of the commercial real estate market and restrictions on potential purchasers conducting due diligence in light of COVID-19; and

c. other than the conditions for Monitor and Court approval, there are no conditions that are required by 2472602 or the buyer that would cause the 715 Sale Agreement to not be completed as proposed (subject to the buyer confirming the waiver of conditions in advance of the hearing for the Approval and Vesting Orders).

56. The purchase price has been redacted from the 715 Sale Agreement attached as Exhibit "E" to the June 22 Affidavit. An unredacted version of the 715 Sale Agreement is attached as Confidential Exhibit "F" to the June 22 Affidavit. The Applicants have requested in the proposed Approval and Vesting Order for the 715 Transaction that it be sealed. The Monitor agrees that the purchase price is commercially sensitive information the disclosure of which could adversely affect the Applicants if the 715 Transaction is not completed and the Applicants are required to re-market the property. The unredacted copy of the 715 Sale Agreement will be unsealed upon the closing of the 715 Transaction. The breadth and duration of the sealing order are narrowly tailored. The Monitor supports the request by the Applicants for a sealing order in the circumstances.

57. For the reasons stated above, the Monitor approves and consents to the 715 Sale Agreement. For the same reasons, the Monitor recommends that the Court grant the proposed Approval and Vesting Order for the 715 Transaction, if the Court sees fit.

830 Richmond

Background

58. 830 Richmond is a commercial building that was purchased by 2472602 in July 2018 for $1.175 million from a third party through the use of a commercial real estate agent. 830 Richmond was purchased in anticipation of converting the space into a production facility for cannabis products when additional expansion was feasible.

59. At the time of purchase by 2472602, 830 Richmond was fully vacant. Since then, the premises have remained vacant and no additions, renovations or improvements have been made to the building. It has never been occupied by any of the Applicants for their own business purposes.

60. As noted in paragraph 50, the current operational restructuring strategy of the Applicants is to focus their efforts on expanding production capacity and reducing input costs at their current sole production facility located at 566 Riverview. There are no current plans to carry out any production at 830 Richmond or use it for any other business purposes of the Applicants. Accordingly, 830 Richmond is a non-core and non-essential asset of the Applicants.

Sales and Marketing Process

61. CBRE listed the property on the London St. Thomas Real Estate Board, which is the regional real estate board for 830 Richmond, for $1,995,000. CBRE placed signage on the property, created marketing materials and initiated an email marketing campaign. According to CBRE, a marketing email was sent to 455 targeted industrial users through Southwestern Ontario and 420 co-operating commercial brokers across Southwestern Ontario.

62. As outlined in the June 22 Affidavit, eight potential purchasers viewed the 830 Richmond with CBRE and the buyer under the 830 Sale Agreement submitted the highest and best offer to purchase 830 Richmond.

830 Sale Agreement

63. The 830 Sale Agreement is based on a standard form template created by the Ontario Real Estate Association for commercial properties. The buyer, 1815513 Ontario Inc., is unrelated to the Applicants. The following is an outline of the material terms of the 830 Sale Agreement, a redacted copy of which is attached as Exhibit "C" to the June 22 Affidavit:

   c. 830 Richmond is being purchased on an 'as is' basis;

   d. As 830 Richmond is still registered under the Land Registry System, 2472602 will provide an undertaking to the buyer that it will take all commercially reasonably steps necessary to complete a conversation of the property from the Land Registry System to the Land Titles System; and

   e. the offer was conditional on the following matters for the benefit of 2472602 (i) approval of the agreement from the Monitor, and (ii) an approval and vesting order being issued by the Court.

64. If approved by the Court, the closing date for the 830 Transaction is set for June 30, 2020. The Monitor understands that the Applicants currently anticipate that the 830 Transaction will close accordingly to schedule.

65. The Monitor has reviewed the 830 Sale Agreement and believes that the terms and price are reasonable as:

   a. the sales and marketing efforts of CBRE were reasonable in reaching potential purchasers of property of this size, location and usefulness;

   b. the purchase price is reasonable relative to the original purchase price and appraised value of 830 Richmond, especially considering the current state of the commercial real estate market and restrictions on potential purchasers conducting due diligence in light of COVID-19; and

c. other than the conditions for Monitor and Court approval, there are no conditions that are required by 2472602 or the buyer that would cause the 830 Sale Agreement to not be completed as proposed (subject to the buyer confirming the waiver of conditions in advance of the hearing for the Approval and Vesting Orders).

66. The purchase price has been redacted from the 830 Sale Agreement attached as Exhibit "C" to the June 22 Affidavit. An unredacted version of the 830 Sale Agreement is attached as Confidential Exhibit "D" to the June 22 Affidavit. The Applicants have requested in the proposed Approval and Vesting Order for the 830 Transaction that it be sealed. The Monitor agrees that the purchase price is commercially sensitive information the disclosure of which could adversely affect the Applicants if the 830 Transaction is not completed and the Applicants are required to re-market the property. The unredacted copy of the 830 Sale Agreement will be unsealed upon the closing of the 830 Transaction. The breadth and duration of the sealing order are narrowly tailored. The Monitor supports the request by the Applicants for a sealing order in the circumstances.

67. For the reasons stated above, the Monitor approves and consents to the 830 Sale Agreement. For the same reasons, the Monitor recommends that the Court grant the proposed Approval and Vesting Order for the 830 Transaction, if the Court sees fit.

PROPOSED DISTRIBUTION

Proposed Distribution

68. The Proposed Distribution in the Stay Extension Order contemplates that the net proceeds from the Richmond Transactions will be distributed to Stabilis as partial satisfaction of amounts due and owing under the loan agreement dated as of May 31, 2019 between 2472602, AgMedica, 2642466 Ontario Inc. ("**2642466**") and Stabilis (the "**Stabilis Loan Agreement**").

DIP Lender's Charge

69. The Amended and Restated Initial Order created the DIP Lender's Charge to the maximum principal amount of $7.5 million against the property of the Applicants including the real

property identified in Schedule "A" to the Initial Order. 715 Richmond and 830 Richmond (collectively the "**Richmond Properties**") are identified on Schedule "A" to the Amended and Restated Initial Order. A copy of the Amended and Restated Initial Order is attached as Appendix "**C**" to this Seventh Report.

70. The amount outstanding under the DIP Facility was CAD $2,934,698 as of June 22, 2020. Paragraph 18 of the DIP Loan Agreement provides that the first $2,000,000 of Net Proceeds (as defined in the DIP Loan Agreement) from the sale of Non-Core Real Estate (other than the London Property) will be applied first to repay amounts owing under the DIP Loan Agreement and the balance will be applied to repay the creditors having valid security against such Non-Core Real Estate. Similarly, the first $2,000,000 of Net Proceeds from the sale of the London Property will be applied first to repay amounts owing under the DIP Loan Agreement and the balance will be applied to repay the creditors having valid security against the London Property.

71. On closing of the sale of 650 Riverview on March 3, 2020, $2,000,000 was distributed to Stabilis on account of the DIP Facility in accordance with the Distribution Order issued by this Court on February 21, 2020. The remainder of the Net Proceeds were distributed to Stabilis on account of the Stabilis Loan Agreement.

72. On closing of the sale of the London Property on May 29, 2020, $2,000,000 was distributed to Stabilis on account of the DIP Facility in accordance with the Distribution Order issued by this Court on March 9, 2020. The remainder of the Net Proceeds were distributed to Stone Quest and Philipp on account of the Stone Quest Facility and the Philipp Facility, respectively.

73. Accordingly, pursuant to the terms of the DIP Loan Agreement, the Applicants are permitted to distribute the entirety of the Net Proceeds from the sale of the Richmond Properties to creditors with valid security against the Richmond Properties.

Stabilis-247 Security

74. Pursuant to the Stabilis Loan Agreement, 2642466 and 2472602, both real estate holding subsidiaries of AgMedica, granted a promissory note dated May 31, 2019 in favour of Stabilis in the original principal amount of USD $8,131,863. Also pursuant to the Stabilis Loan Agreement, 2472602 granted a demand debenture in the maximum amount of $20 million in favour of Stabilis which provides for a security interest over all of 2472602's present and after-acquired undertaking, property and assets, including, among other things, Richmond Properties (the "**Stabilis-247 Security**").

75. As per the Applicants' books and records, the principal amount outstanding under the Stabilis Loan Agreement was USD $4,946,720 as of June 22, 2020.

76. In light of the proposed distribution to Stabilis on account of the Stabilis-247 Security, the Monitor instructed its independent legal counsel, McCarthy Tétrault LLP ("**McCarthy**"), to provide it with an opinion with respect to the validity and enforceability of the Stabilis-247 Security in Ontario (the "**Security Opinion**"). McCarthy has confirmed to the Monitor that, subject to customary opinion assumptions and qualifications which are set out in the Security Opinion:

a. the Stabilis-247 Security is a valid and legally binding obligation of 2472602 enforceable against 2472602 in accordance with its terms;

b. the Stabilis-247 Security creates a valid mortgage, charge or security interest (as applicable) in the real and personal property described therein in which 2472602 has rights, to secure the payment and performance of the obligations described therein as being secured by such security interest;

c. the Stabilis-247 Security has been correctly registered against the real property described therein (including the Richmond Properties); and

d. the Stabilis-247 Security has been registered as required under the *Personal Property Security Act* (Ontario) to perfect the security interests in personal property constituted thereby.

Priority Claims

77. In relation to the Proposed Distribution, the Monitor has considered the following types of claims and potential claims that, in certain circumstances, rank or could rank in priority to the Stabilis-247 Security or that, in some cases, are required by section 36(7) of the CCAA to be paid or otherwise get paid out of estate funds prior to distributions to secured creditors:

a. claims of other parties with mortgages or charges against Richmond Properties;

b. statutory priority claims for source deductions, municipal taxes, withholding taxes, pension plan contributions, employee wages and employee vacation pay entitlements;

c. post-filing amounts; and

d. claims secured by court-ordered charges created by the Initial Order.

78. Other Charges: As outlined in the parcel register for 715 Richmond attached as Appendix "**D**" to this Seventh Report, the only charges registered against the 715 Richmond are as follows:

Reg. Date	Instrument No.	Chargee	Charge
2019-05-31	CK158943	STABILIS GP V, LLC	$20,000,000
2019-12-05	CK167114	HILLMOUNT CAPITAL INC. [Initial DIP Facility]	
2019-12-18	CK167729	STABILIS GP V, LLC [DIP Facility]	

79. The charge on 715 Richmond registered in favour of Hillmount Capital Inc. ("**Hillmount**") was with respect to the DIP financing that was provided by Hillmount at the outset of these proceedings. Stabilis subsequently replaced Hillmount as the DIP lender and all amounts owing to Hillmount were paid out. Accordingly, the only charges registered against the 715 Richmond for which there are amounts owing are in favour of Stabilis with respect to the Stabilis-247 Security, and Stabilis with respect to the DIP Lender's Charge.

80. As outlined in the parcel register for 830 Richmond attached as Appendix "**E**" to this Seventh Report, the only charges registered against the 830 Richmond are as follows:

Reg. Date	Instrument No.	Chargee	Charge
2019-05-31	R671135	SF V BRIDGE III, LP	$20,000,000
2019-12-20	R671224	ONTARIO SUPERIOR COURT OF JUSTICE	

81. It is unclear whether the registration dated December 20, 2019 is in favour of Hillmount or Stabilis. To the extent that it is in favour of Hillmount, as noted above, all amounts owing to Hillmount have been paid out. Accordingly, the only charges registered or potentially registered against the 830 Richmond for which there are amounts owing are in favour of Stabilis with respect to the Stabilis-247 Security, and Stabilis with respect to the DIP Lender's Charge.

82. <u>Statutory Priority Claims</u>: As authorized in the Amended and Restated Initial Order, as far as the Monitor is aware the Applicants have paid, or intend to pay, all source deductions and municipal taxes and all outstanding and future wages and vacation pay whether incurred prior to, on or after the date of the Order. The Monitor understands from the Applicants that they do not sponsor, administer, or otherwise have any registered or unregistered pension plan for employees. Accordingly, the Monitor is not aware of any potential statutory prior claims that would have priority against the Stabilis-247 Security.

83. <u>Post-Filing Amounts</u>: As authorized in the Amended and Restated Initial Order, as far as the Monitor is aware the Applicants have paid, or intend to pay, all post-filing amounts and, in any event, the Monitor is not aware of any potential post-filing claims that would have priority against the Stabilis-247 Security.

84. <u>Charges</u>: Each of the parties that benefit from the Administration Charge, the DIP Lender's Charge and the Director's Charge are aware of the Proposed Distribution and have not expressed any objection to it.

85. Accordingly, the Monitor supports the Proposed Distribution as:

a. Stabilis has a valid and enforceable security over Richmond Properties for amounts owing under the Stabilis Loan Agreement pursuant to the Stabilis-247 Security; and

b. the principal amount outstanding under the Stabilis Loan Agreement exceeds the distribution on account of the Stabilis Loan Agreement contemplated by the proposed Distribution Order.

APPLICANTS' RECEIPTS AND DISBURSEMENTS

86. A summary of the Applicants' actual receipts and disbursements during the period from February 22 to June 12, 2020 (the "**Reporting Period**") as compared to the cash flow forecast set out in Appendix "E" to the Sixth Report (the "**Variance Analysis**") is attached as Appendix **"F"** to this Seventh Report.

87. During the Reporting Period, the Applicants generated a net cash outflow of $2,728,201 from operations after debt service and restructuring costs. During the Reporting Period, as a result of the sale of Non-Core Assets, the Applicants received net proceeds of $13,067,122 of which:

a. $4,000,000 was distributed to Stabilis to partially repay the DIP Facility;

b. $4,167,722 was distributed to Stabilis to partially repay amounts owing under the Stabilis Loan Agreement;

c. $4,198,574 was distributed to Stone Quest to pay the Stone Quest Facility in full; and

d. $700,826 was distributed to Philipp to partially repay the Philipp Facility.

88. In addition, the deposit held by CBRE in connection with the sale of 650 Riverview exceeded its commission. CBRE was directed to distribute the excess proceeds, in the amount of $115,748, directly to Stabilis on account of amounts owing under the Stabilis Loan Agreement in accordance with the distribution order dated February 21, 2020.

89. Disbursements of $475,649 in aggregate related to debt service were made to pre-filing secured debtholders which is lower than forecast. With the uncertainty of the extensive

impact of COVID-19, the Applicants notified both Stone Quest and Philipp in March 2020 that payment of their interest would be deferred until further notice. The accrued interest of Stone Quest was paid out in connection with the closing of the sale of the London Property. Interest on the Philipp Facility continues to accrue and is secured by its security interest in the personal property of AgMedica.

90. During the Reporting Period, the Applicants drew DIP loan advances of $3,180,000 and made repayments of $4,041,125 from the sale of 650 Riverview, the London Property, and the net minimum guarantee from Danbury, therefore net change in the amount owing under the DIP Facility was a repayment of $858,783.

OVERVIEW OF APPLICANTS' THIRTEEN WEEK CASH FLOW PROJECTION

91. The Applicants, with the assistance of the Monitor, have prepared a cash flow forecast from June 13, 2020 to the week ending September 11, 2020 (the "**Forecast Period**"). The Cash Flow Forecast attached as Appendix **"G"** to this Seventh Report is also attached as Exhibit "B" to the June 22 Affidavit.

92. The Cash Flow Forecast indicates that during the Forecast Period, the Applicants estimate total combined receipts of $9.3 million and estimate total combined disbursements of $10.0 million.

93. The Cash Flow Forecast reflects the Proposed Distribution of the net proceeds from the sales of Richmond Properties to partially satisfy the amounts owing under the Stabilis Loan Agreement.

94. The Cash Flow Forecast projects that the Applicants will make a further repayment of $100,000 to Stabilis on account of the DIP Facility from the sale of Non-Core Assets through the auction during the Forecast Period. The balance of the DIP Facility at the end of the Forecast Period is forecast to be $2,834,698 with an additional undrawn availability of $14,177.

STAY EXTENSION

95. The Stay Period is currently set to expire on June 30, 2020. The Applicants are requesting an extension of the Stay Period until September 11, 2020.

96. The Monitor is of the view that the requested extension of the Stay Period is appropriate as it will enable the Applicants to:

a. continue their operational restructuring strategy;

b. afford time for the Applicants to pursue alternative recapitalization transactions;

c. complete the Claims Process; and

d. work towards the development and implementation of a potential plan of compromise or arrangement.

97. The Monitor is satisfied that the Applicants continue to operate in good faith and with due diligence since the date of the Amended and Restated Initial Order.

98. Based on the Cash Flow Forecast, the Monitor believes that the Applicants will have sufficient liquidity to fund their operations until September 11, 2020.

99. For the foregoing reasons, the Monitor supports the Applicants' request for an Order extending the Stay Period to September 11, 2020.

MONITOR AND COUNSEL FEES & DISBURSEMENTS

100. Pursuant to paragraph 25 of the Amended and Restated Initial Order, the Monitor and its legal counsel have been paid their fees and disbursements by the Applicants throughout the CCAA proceedings. Paragraph 26 of the Initial Order requires that the Monitor and its counsel to pass their accounts from time to time.

101. The Monitor respectfully seeks the approval of its fees and disbursements for the period from February 1, 2020 to May 15, 2020 and the fees and disbursements of its counsel for the period from February 1, 2020 to April 30, 2020 (collectively, the "**Fee Period**").

102. The total fees and disbursements (exclusive of HST) of the Monitor during the Fee Period are detailed in the affidavit of Alexander Morrison sworn June 24, 2020 attached hereto as **Appendix "H"**. The Monitor incurred fees (excluding disbursements and HST) during the Fee Period totalling $803,806.00.

103. The total fees and disbursements (exclusive of HST) of the Monitor's counsel during the Fee Period are detailed in the affidavit of James D. Gage sworn June 24, 2020 attached hereto as **Appendix "I"**. The Monitor's counsel incurred fees (excluding disbursements and HST) during the Fee Period totalling $73,576.

104. The Monitor has reviewed the accounts of its counsel and believes that the accounts are reasonable in the circumstances and respectfully requests that the Court approve its fees and disbursements and those of its counsel.

CONCLUSIONS AND RECOMMENDATIONS

105. For the reasons stated herein, the Monitor recommends that the Court grant the proposed Approval and Vesting Orders and the proposed Stay Extension Order, should the Court see fit to do so.

All of which is respectfully submitted this 24th day of June 2020.

ERNST & YOUNG INC., in its capacity as Monitor of the Applicants, and not in its corporate or personal capacity.

per:

Alex Morrison, CPA, CA
Senior Vice President

APPENDIX “A”

Bid Process Letter

April 1, 2020

[Name and Address of Bidder]

Dear [Bidder Name]:

RE: AgMedica Biosience Inc. Sale and Investment Solicitation Process

Thank you for your continued interest in a possible purchase of, or investment in, all or part of the assets and business operations of AgMedica Bioscience Inc. and certain of its subsidiaries (collectively, the "**Applicants**").

This letter is the Bid Process Letter provided pursuant to paragraph 18 of the Sale and Investment Solicitation Process approved by the Ontario Superior Court of Justice (Commercial List) on January 3, 2020 (the "**SISP**") in the proceedings of the Applicants under the *Companies' Creditors Arrangement Act* (Canada). This Bid Process Letter is not intended to amend, restate or supersede the SISP and should be read together with the SISP. All capitalized terms used herein and not otherwise defined have the meanings given to them in the SISP.

The Applicants and Ernst & Young Inc., as the court appointed monitor of the Applicants (the "**Monitor**"), have determined that you are a Phase 2 Qualified Bidder and you will be invited to proceed to Phase 2 of the SISP.

Phase 2 Offers and Selection of Successful Bidder

Phase 2 Qualified Bidders that wish to make a formal offer to purchase or make an investment in the Applicants or their Property and Business shall submit a binding offer (a "**Binding Offer**") that complies with the requirements set out in Paragraph 21 of the SISP to the Monitor at the addresses specified below:

Ernst and Young Inc.
EY Tower, 100 Adelaide Street West
PO Box 1
Toronto, ON M5H 0B3

Attention: Alex Morrison and Karen Fung

Email: alex.f.morrison@ca.ey.com
karen.l.fung@ca.ey.com

so as to be received by them not later than 5:00 PM (Eastern Time) on April 17, 2020 (the "**Phase 2 Bid Deadline**"). **To the extent possible, Phase 2 Qualified Bidders are encouraged to submit their Binding Offers by email**.

Please note, given the current climate especially given the COVID-19 issues, the Phase 2 Bid Deadline may be extended in accordance with the terms of the SISP.

The Applicants will make available to those Qualified Phase 2 Bidders that intend to put forward a Binding Offer as an investment/recapitalization transaction a template investment proposal/plan sponsor agreement as soon as possible. While the Applicants do not require the Qualified Phase 2 Bidders to use this form, the Applicants are providing this to be of assistance to the bidders. For those that do use this template agreement, such Qualified Phase 2 Bidder shall deliver, prior to the Phase 2 Bid Deadline: (i) a duly authorized and executed agreement substantially in the form of the template, and (ii) a mark-up/blackline of the template agreement showing all amendments and modifications made thereto.

However, we do not wish to limit the process and due to the number of possible structures for Binding Offers that Qualified Phase 2 Bidders may present, all other such offers will reviewed and equally considered, they must however, conform with the requirements set out in the SISP.

Following the Phase 2 Bid Deadline, the Applicants and the Monitor will assess the Phase 2 bids received. The Applicants, in consultation with the Monitor and DIP Lender, and with the approval of the Monitor, will designate the most competitive bids that comply with the requirements set out in the SISP to be "**Qualified Bids**". Only Phase 2 Qualified Bidders whose bids have been designated as Qualified Bids are eligible to become the Successful Bidder(s).

The Applicants, in consultation with the DIP Lender and with the approval of the Monitor, may waive strict compliance with any one or more of the requirements specified in the SISP and deem a non-compliant bid to be a Qualified Bid.

The Monitor shall notify each Phase 2 Qualified Bidder in writing as to whether its bid constituted a Qualified Bid within ten (10) business days of the Phase 2 Bid Deadline, or at such later time as the Applicants, in consultation with and with the approval of the Monitor, deem appropriate.

The Applicants may, in consultation with the Monitor and the DIP Lender and with the approval of the Monitor, aggregate separate bids from unaffiliated Phase 2 Qualified Bidders to create one Qualified Bid.

The Applicants, in consultation with the DIP Lender, and with the approval of the Monitor, (a) will review and evaluate each Qualified Bid, provided that each Qualified Bid may be negotiated among the Applicants, in consultation with the Monitor, and the applicable Phase 2 Qualified Bidder, and may be amended, modified or varied to improve such Qualified Bid as a result of such negotiations, and (b) identify the highest or otherwise best bid (the "**Successful Bid**", and the Phase 2 Qualified Bidder making such Successful Bid, the "**Successful Bidder**") for any particular Property or the Business in whole or part. The determination of any Successful Bid by the Applicants, with the assistance of the Monitor, in consultation with the DIP Lender, shall be subject to approval by the Court.

The Applicants shall have no obligation to enter into a Successful Bid, and they reserve the right, after consultation with the Monitor and the DIP Lender, to reject any or all Qualified Bids.

At the hearing of the motion to approve any transaction with a Successful Bidder (the "**Sale Approval Motion**"), the Applicants shall seek, among other things, approval from the Court to consummate any Successful Bid. All the Qualified Bids other than the Successful Bid, if any, shall be deemed rejected by the Applicants on and as of the date of approval of the Successful Bid by the Court.

Qualified Phase 2 Bidders are reminded that Binding Offers must include written evidence of a firm, irrevocable commitment for financing or other evidence of ability to consummate the proposed transaction and a commitment to provide the required non-refundable deposit, in each case, in accordance with the requirements of the SISP.

General

Your submission of a Binding Offer does not in any way create any binding obligations on the Applicants or any of their affiliates with respect to any proposed transaction. You acknowledge and agree that, unless and until a final definitive agreement has been executed and delivered by the parties thereto, no contract or agreement providing for any transaction involving the parties shall be deemed to exist, and neither the Applicants nor their affiliates will have any legal obligation of any kind whatsoever with respect to any transaction.

Except as may be expressly provided for in a definitive agreement executed by you and one or more of the Applicants, as applicable, none of the Applicants makes any representations or warranties, express or implied, with respect to any information, documents or presentations made available or provided to you or your representatives, either written or oral. You will not have any claims whatsoever against any of the Applicants or the Monitor arising out of or relating to any information provided or to be provided to you in connection with the process, or the rejection of any proposals or the transaction process or procedures.

The Monitor shall not have any liability whatsoever to any person or party, including without limitation any Phase 2 Qualified Bidder or the Successful Bidder for any act or omission related to the process contemplated by the SISP. By submitting a bid, each Phase 2 Qualified Bidder or Successful Bidder shall be deemed to have agreed that it has no claim against the Monitor for any reason whatsoever.

Participants in the SISP are responsible for all costs, expenses and liabilities incurred by them in connection with the submission of any Phase 2 bid, due diligence activities, and any further negotiations or other actions whether or not they lead to the consummation of a transaction.

The Applicants and the Monitor shall have the right to modify the SISP in accordance with its terms.

We would like to thank you again for your interest and we look forward to discussing this opportunity further with you

Sincerely,

Ernst and Young Inc., in its capacity
as Monitor of the Applicants, and not in
its Corporate or Personal capacity.

APPENDIX "B"

Claims Summary

AgMedica Bioscience Inc. and affiliates
Summary of Claims Process
Status as at June 18, 2020

Disclaimer: This summary is a point in time and subject to change. The status and quantities will change as the claims are reviewed, proven, disallowed, disputed and resolved.

	Total Claims Filed		**Under Review**		**Notice of Disallowance Sent and Dispute Period not Lapsed**			**Disputed**		**Disallowed or withdrawn***		**Final Accepted**	
Claims	Count	Amount	Count	Amount	Count	Amount Accepted	Amount Disallowed	Count	Amount	Count	Amount	Count	Amount
Secured Creditors													
SF V Bridge III, LP	1	10,843,996	-	-	-	-	-	-	-	-	4,235,272	1	6,608,725
Stone Quest Capital Corporation	1	4,060,930	-	-	-	-	-	-	-	1	4,060,930		
Philipp, Kathleen Glynn	1	5,415,507	-	-	-	4,433,913		1	280,769	-	700,826	-	-
Subtotal	**3**	**20,320,433**	**-**	**-**	**-**	**4,433,913**	**-**	**1**	**280,769**	**1**	**8,997,027**	**1**	**6,608,725**
Unsecured Creditors													
Canada Revenue Agency**	11	-	11	-	-	-	-	-	-	-	-	-	-
Convertible Debt and Unsecured Notes	29	8,301,917	-	-	-	-	-	5	-	-	96,630	24	8,205,287
Employee Claim***	36	2,188,977	1	36,125	1	190,457	1,121	1	17,340	1	354,029	32	1,589,906
Equity Claim	2	662,500	-	-	-	-	-	-	-	2	662,500	-	-
Trade Claim	129	34,183,798	3	155,511	1	57,272	80,542	2	16,726,026	6	3,538,837	117	13,625,610
Late Claim - Trade Claim	9	343,810	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Late Claim - Employee Claim	2	5,972	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Subtotal	**218**	**45,686,974**	**15**	**191,636**	**2**	**247,729**	**81,663**	**8**	**16,743,366**	**9**	**4,651,996**	**173**	**23,420,802**
Grand Total	**221**	**66,007,407**	**15**	**191,636**	**2**	**4,681,642**	**81,663**	**9**	**17,024,135**	**10**	**13,649,023**	**174**	**30,029,527**
						(a)							(b)

* This represents the total disallowed in dollar amount which includes partially and fully disallowed claims. The count only represents the claims that have been disallowed in its entirety or withdrawn.
** Placeholder claims from CRA to each of the filing entities.
*** These claims include amounts related to outstanding vacation pay and unpaid wages which may have priority in a plan of arrangement.

Total Claims Proven and Accepted to Date

	(a) + (b)
Unsecured only	**23,668,531**
All Claims	**34,711,168**

APPENDIX "C"

Amended and Restated Initial Order

Court File No. CV-19-00632052-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE MR.	)	THURSDAY, THE 12th
	)	
JUSTICE MCEWEN	)	DAY OF DECEMBER, 2019

SUPERIOR COURT OF JUSTICE
COUR SUPÉRIEURE DE JUSTICE
JUSTITIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF **AGMEDICA BIOSCIENCE INC. 2472602 ONTARIO INC., 2642466 ONTARIO INC., 8895309 CANADA INC., WELLWORTH HEALTH CORP., 8050678 CANADA INC., 8326851 CANADA INC., TAVIVAT NATURALS INC., WORLDWIDE BEVERAGE INNOVATIONS INC., UNIQUE BEVERAGES (USA) INC., and ESEELA INC.**
(each an **"Applicant"** and collectively, the **"Applicants"**)

AMENDED AND RESTATED INITIAL ORDER

THIS APPLICATION, made by the Applicant, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavits of Trevor Henry sworn on December 1, 2019 and December 6, 2019 and the Exhibits thereto, and on hearing the submissions of counsel for the Applicants, the Monitor, the DIP Lender, and all other parties listed on the Counsel Slip, no one appearing for any other person, although duly served as it appears from the Affidavit of Service of Owen Gaffney sworn December 9, 2019, and on reading the consent of Ernst & Young Inc. to act as the Monitor.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated so that this Application is properly returnable today and hereby dispenses with further service thereof.

APPLICATION

2. **THIS COURT ORDERS AND DECLARES** that the Applicants are companies to which the CCAA applies.

PLAN OF ARRANGEMENT

3. **THIS COURT ORDERS** that the Applicants shall have the authority to file and may, subject to further order of this Court, file with this Court a plan of compromise or arrangement (hereinafter referred to as the "**Plan**").

POSSESSION OF PROPERTY AND OPERATIONS

4. **THIS COURT ORDERS** that the Applicants shall remain in possession and control of their current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situate including all proceeds thereof (the "**Property**"). Subject to further Order of this Court, the Applicants shall continue to carry on business in a manner consistent with the preservation of their business (the "**Business**") and Property. The Applicants are authorized and empowered to continue to retain and employ the employees, consultants, agents, experts, accountants, counsel and such other persons (collectively "**Assistants**") currently retained or employed by them, with liberty to retain such further Assistants as they deem reasonably necessary or desirable in the ordinary course of business or for the carrying out of the terms of this Order.

5. **THIS COURT ORDERS** that the Applicants shall be entitled to continue to utilize the central cash management system currently in place or, with the consent of the Monitor, replace it with another substantially similar central cash management system (the "**Cash Management System**") and that any present or future bank or credit union providing the Cash Management System shall not be under any obligation whatsoever to inquire into the propriety, validity or

legality of any transfer, payment, collection or other action taken under the Cash Management System, or as to the use or application by the Applicants of funds transferred, paid, collected or otherwise dealt with in the Cash Management System, shall be entitled to provide the Cash Management System without any liability in respect thereof to any Person (as hereinafter defined) other than the Applicants, pursuant to the terms of the documentation applicable to the Cash Management System, and shall be, in its capacity as provider of the Cash Management System, an unaffected creditor under the Plan with regard to any claims or expenses it may suffer or incur in connection with the provision of the Cash Management System.

6. **THIS COURT ORDERS** that any of the Applicants' existing depository and disbursement banks or credit unions (collectively, the "**Banks**") is authorized, with the consent of the Monitor, to debit the applicable Applicant's accounts in the ordinary course of business without the need for further order of this Court for: (i) all cheques drawn on the applicable Applicant's accounts which are cashed at such Bank's counters or exchanged for cashier's cheques by the payees thereof prior to the date of this Order; (ii) all cheques or other items deposited in one of the Applicants' accounts with such Bank prior to the date of this Order which have been dishonoured or returned unpaid for any reason, together with any fees and costs in connection therewith, to the same extent an Applicant was responsible for such items prior to the date of this Order; and (iii) all undisputed pre-filing amounts outstanding as of the date hereof, if any, owing to any Bank as service charges for the maintenance of the Cash Management System.

7. **THIS COURT ORDERS** that any of the Banks may rely on the representations of the applicable Applicant with respect to whether any cheques or other payment order drawn or issued by the applicable Applicant prior to the date of this Order should be honoured pursuant to this or any other order of this Court, and such Bank shall not have any liability to any party for relying on such representations by the applicable Applicant as provided for herein.

8. **THIS COURT ORDERS** that (i) those certain existing deposit agreements between the Banks shall continue to govern the post-filing cash management relationship between the Applicants and the Banks, and that all of the provisions of such agreements, including, without limitation, the termination and fee provisions, shall remain in full force and effect, (ii) either any of the Applicants, with the consent of the Monitor, or the Banks may, without further Order of this Court, implement changes to the Cash Management Systems and procedures in the ordinary

course of business pursuant to the terms of those certain existing deposit agreements, including, without limitation, the opening and closing of bank accounts, and (iii) all control agreements in existence prior to the date of the commencement of these proceedings shall apply, including, as applicable, with respect to any debtor-in-possession financing facilities to be approved by this Court.

9. **THIS COURT ORDERS** that the Applicants shall be entitled but not required to pay the following expenses whether incurred prior to, on or after this Order:

(a) all outstanding and future wages, salaries, employee and pension benefits, vacation pay and expenses payable on or after the date of this Order, in each case incurred in the ordinary course of business and consistent with existing compensation policies and arrangements; and

(b) the fees and disbursements of any Assistants retained or employed by the Applicants in respect of these proceedings, at their standard rates and charges.

10. **THIS COURT ORDERS** that, except as otherwise provided to the contrary herein, the Applicants shall be entitled but not required to pay all reasonable expenses incurred by the Applicants in carrying on the Business in the ordinary course prior to, on or after this Order, and in carrying out the provisions of this Order, which expenses shall include, without limitation:

(a) all expenses and capital expenditures reasonably necessary for the preservation of the Property or the Business including, without limitation, payments on account of insurance (including directors and officers insurance), maintenance and security services; and

(b) payment for goods or services actually supplied to the Applicants following the date of this Order.

Payments for expenses incurred prior to this order shall require the consent of the Monitor or leave of this Court.

11. **THIS COURT ORDERS** that the Applicants shall remit, in accordance with legal requirements, or pay:

(a) any statutory deemed trust amounts in favour of the Crown in right of Canada or of any Province thereof or any other taxation authority which are required to be deducted from employees' wages, including, without limitation, amounts in respect of (i) employment insurance, (ii) Canada Pension Plan, (iii) Quebec Pension Plan, and (iv) income taxes;

(b) all goods and services or other applicable sales or excise taxes (collectively, "**Sales Taxes**") required to be remitted by the Applicants in connection with the sale of goods and services by the Applicants, but only where such Sales Taxes are accrued or collected after the date of this Order, or where such Sales Taxes were accrued or collected prior to the date of this Order but not required to be remitted until on or after the date of this Order, and

(c) any amount payable to the Crown in right of Canada or of any Province thereof or any political subdivision thereof or any other taxation authority in respect of municipal realty, municipal business or other taxes, assessments or levies of any nature or kind which are entitled at law to be paid in priority to claims of secured creditors and which are attributable to or in respect of the carrying on of the Business by the Applicants.

12. **THIS COURT ORDERS** that until a real property lease is disclaimed in accordance with the CCAA, the Applicants shall pay all amounts constituting rent or payable as rent under real property leases (including, for greater certainty, common area maintenance charges, utilities and realty taxes and any other amounts payable to the landlord under the lease) or as otherwise may be negotiated between the Applicants and the relevant landlord from time to time ("**Rent**"), for the period commencing from and including the date of this Order, twice-monthly in equal payments on the first and fifteenth day of each month, in advance (but not in arrears). On the date of the first of such payments, any Rent relating to the period commencing from and including the date of this Order shall also be paid.

13. **THIS COURT ORDERS** that, except as specifically permitted herein, the Applicants are hereby directed, until further Order of this Court: (a) to make no payments of principal, interest thereon or otherwise on account of amounts owing by the Applicants to any of their creditors as of this date; (b) to grant no security interests, trust, liens, charges or encumbrances upon or in respect of any of their Property; and (c) to not grant credit or incur liabilities except in the ordinary course of the Business.

RESTRUCTURING

14. **THIS COURT ORDERS** that the Applicants shall, subject to such requirements as are imposed by the CCAA and such covenants as may be contained in the Definitive Documents (as hereinafter defined), have the right to:

(a) permanently or temporarily cease, downsize or shut down any of their business or operations, and to dispose of redundant or non-material assets not exceeding $500,000 in any one transaction or $1,000,000 in the aggregate;

(b) terminate the employment of such of their employees or temporarily lay off such of their employees as it deems appropriate; and

(c) pursue all avenues of refinancing of its Business or Property, in whole or part, subject to prior approval of this Court being obtained before any material refinancing,

all of the foregoing to permit the Applicants to proceed with an orderly restructuring of the Business (the "**Restructuring**").

15. **THIS COURT ORDERS** that the Applicants shall provide each of the relevant landlords with notice of the Applicants' intention to remove any fixtures from any leased premises at least seven (7) days prior to the date of the intended removal. The relevant landlord shall be entitled to have a representative present in the leased premises to observe such removal and, if the landlord disputes the Applicants' entitlement to remove any such fixture under the provisions of the lease, such fixture shall remain on the premises and shall be dealt with as agreed between any applicable secured creditors, such landlord and the relevant Applicant, or by further Order of this Court upon application by the Applicants on at least two (2) days notice to such landlord and any such secured creditors. If the Applicants disclaim the lease governing such leased premises in

accordance with Section 32 of the CCAA, they shall not be required to pay Rent under such lease pending resolution of any such dispute (other than Rent payable for the notice period provided for in Section 32(5) of the CCAA), and the disclaimer of the lease shall be without prejudice to the Applicants' claim to the fixtures in dispute.

16. **THIS COURT ORDERS** that if a notice of disclaimer is delivered pursuant to Section 32 of the CCAA, then (a) during the notice period prior to the effective time of the disclaimer, the landlord may show the affected leased premises to prospective tenants during normal business hours, on giving the Applicants and the Monitor 24 hours' prior written notice, and (b) at the effective time of the disclaimer, the relevant landlord shall be entitled to take possession of any such leased premises without waiver of or prejudice to any claims or rights such landlord may have against the Applicants in respect of such lease or leased premises, provided that nothing herein shall relieve such landlord of its obligation to mitigate any damages claimed in connection therewith.

NO PROCEEDINGS AGAINST THE APPLICANTS OR THE PROPERTY

17. **THIS COURT ORDERS** that until and including March 12, 2020, or such later date as this Court may order (the "**Stay Period**"), no proceeding or enforcement process in any court or tribunal (each, a "**Proceeding**") shall be commenced or continued against or in respect of the Applicants or the Monitor, or affecting the Business or the Property, except with the written consent of the Applicants and the Monitor, or with leave of this Court, and any and all Proceedings currently under way against or in respect of the Applicants or affecting the Business or the Property are hereby stayed and suspended pending further Order of this Court.

NO EXERCISE OF RIGHTS OR REMEDIES

18. **THIS COURT ORDERS** that during the Stay Period, all rights and remedies of any individual, firm, corporation, governmental body or agency, or any other entities (all of the foregoing, collectively being "**Persons**" and each being a "**Person**") against or in respect of the Applicants or the Monitor, or affecting the Business or the Property, are hereby stayed and suspended except with the written consent of the Applicants and the Monitor, or leave of this Court, provided that nothing in this Order shall (i) empower the Applicants to carry on any business which the Applicants are not lawfully entitled to carry on, (ii) affect such investigations,

actions, suits or proceedings by a regulatory body as are permitted by Section 11.1 of the CCAA, (iii) prevent the filing of any registration to preserve or perfect a security interest, or (iv) prevent the registration of a claim for lien.

NO INTERFERENCE WITH RIGHTS

19. **THIS COURT ORDERS** that during the Stay Period, no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in favour of or held by the Applicants, except with the written consent of the Applicants and the Monitor, or leave of this Court.

CONTINUATION OF SERVICES

20. **THIS COURT ORDERS** that during the Stay Period, all Persons having oral or written agreements with the Applicants or statutory or regulatory mandates for the supply of goods and/or services, including without limitation all computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility or other services to the Business or the Applicants, are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Applicants, and that the Applicants shall be entitled to the continued use of its current premises, telephone numbers, facsimile numbers, internet addresses and domain names, provided in each case that the normal prices or charges for all such goods or services received after the date of this Order are paid by the Applicants in accordance with normal payment practices of the Applicants or such other practices as may be agreed upon by the supplier or service provider and each of the Applicants and the Monitor, or as may be ordered by this Court.

NON-DEROGATION OF RIGHTS

21. **THIS COURT ORDERS** that, notwithstanding anything else in this Order, no Person shall be prohibited from requiring immediate payment for goods, services, use of lease or licensed property or other valuable consideration provided on or after the date of this Order, nor shall any Person be under any obligation on or after the date of this Order to advance or re-advance any monies or otherwise extend any credit to the Applicants. Nothing in this Order shall derogate from the rights conferred and obligations imposed by the CCAA.

PROCEEDINGS AGAINST DIRECTORS AND OFFICERS

22. **THIS COURT ORDERS** that during the Stay Period, and except as permitted by subsection 11.03(2) of the CCAA, no Proceeding may be commenced or continued against any of the former, current or future directors or officers of the Applicants with respect to any claim against the directors or officers that arose before the date hereof and that relates to any obligations of the Applicants whereby the directors or officers are alleged under any law to be liable in their capacity as directors or officers for the payment or performance of such obligations, until a compromise or arrangement in respect of the Applicants, if one is filed, is sanctioned by this Court or is refused by the creditors of the Applicants or this Court.

DIRECTORS' AND OFFICERS' INDEMNIFICATION AND CHARGE

23. **THIS COURT ORDERS** that the Applicants shall indemnify its directors and officers against obligations and liabilities that they may incur as directors or officers of the Applicants after the commencement of the within proceedings, except to the extent that, with respect to any officer or director, the obligation or liability was incurred as a result of the director's or officer's gross negligence or wilful misconduct.

24. **THIS COURT ORDERS** that the directors and officers of the Applicants shall be entitled to the benefit of and are hereby granted a charge (the "**Directors' Charge**") on the Property, which charge shall not exceed an aggregate amount of $900,000, as security for the indemnity provided in paragraph 23 of this Order. The Directors' Charge shall have the priority set out in paragraphs 41 and 43 herein.

25. **THIS COURT ORDERS** that, notwithstanding any language in any applicable insurance policy to the contrary, (a) no insurer shall be entitled to be subrogated to or claim the benefit of the Directors' Charge, and (b) the Applicants' directors and officers shall only be entitled to the benefit of the Directors' Charge to the extent that they do not have coverage under any directors' and officers' insurance policy, or to the extent that such coverage is insufficient to pay amounts indemnified in accordance with paragraph 23 of this Order.

APPOINTMENT OF MONITOR

26. **THIS COURT ORDERS** that Ernst & Young Inc. is hereby appointed pursuant to the CCAA as the Monitor, an officer of this Court, to monitor the business and financial affairs of the Applicants with the powers and obligations set out in the CCAA or set forth herein and that the Applicants and their shareholders, officers, directors, and Assistants shall advise the Monitor of all material steps taken by the Applicants pursuant to this Order, and shall co-operate fully with the Monitor in the exercise of its powers and discharge of its obligations and provide the Monitor with the assistance that is necessary to enable the Monitor to adequately carry out the Monitor's functions.

27. **THIS COURT ORDERS** that the Monitor, in addition to its prescribed rights and obligations under the CCAA, is hereby directed and empowered to:

(a) monitor the Applicants' receipts and disbursements;

(b) report to this Court at such times and intervals as the Monitor may deem appropriate with respect to matters relating to the Property, the Business, and such other matters as may be relevant to the proceedings herein;

(c) assist the Applicants, to the extent required by the Applicants, in their dissemination, to the DIP Lender and its counsel, on a periodic basis to be agreed on with the DIP Lender, of financial and other information as agreed to between the Applicants and the DIP Lender which may be used in these proceedings including reporting on a basis to be agreed with the DIP Lender;

(d) advise the Applicants in their preparation of the Applicants' cash flow statements and reporting required by the DIP Lender, which information shall be reviewed with the Monitor and delivered to the DIP Lender and its counsel on a periodic basis as agreed to by the DIP Lender;

(e) advise the Applicants in their development of the Plan and any amendments to the Plan;

(f) assist the Applicants, to the extent required by the Applicants, with the holding and administering of creditors' or shareholders' meetings for voting on the Plan;

(g) have full and complete access to the Property, including the premises, books, records, data, including data in electronic form, and other financial documents of the Applicants, to the extent that is necessary to adequately assess the Applicants' business and financial affairs or to perform its duties arising under this Order;

(h) be at liberty to engage independent legal counsel or such other persons as the Monitor deems necessary or advisable respecting the exercise of its powers and performance of its obligations under this Order; and

(i) perform such other duties as are required by this Order or by this Court from time to time.

28. **THIS COURT ORDERS** that the Monitor shall not take possession of the Property and shall take no part whatsoever in the management or supervision of the management of the Business and shall not, by fulfilling its obligations hereunder, be deemed to have taken or maintained possession or control of the Business or Property, or any part thereof.

29. **THIS COURT ORDERS** that nothing herein contained shall require the Monitor to occupy or to take control, care, charge, possession or management (separately and/or collectively, "**Possession**") of (i) any of the Property that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release or deposit of a substance contrary to any federal, provincial or other law respecting the protection, conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, the Ontario *Environmental Protection Act*, the *Ontario Water Resources Act*, or the Ontario *Occupational Health and Safety Act* and regulations thereunder (the "**Environmental Legislation**"); or (ii) any of the Property, the administration and control of which is subject to the provisions of any federal, provincial or other law respecting, among other things, the manufacturing, possession, processing and distribution of cannabis or cannabis products including, without limitation, the *Cannabis Act*, the *Controlled Drugs and Substances Act*, the *Excise Tax Act*, the Ontario *Cannabis Control Act*, or other such

applicable federal or provincial legislation (the "**Cannabis Legislation**"), provided however that nothing herein shall exempt the Monitor from any duty to report or make disclosure imposed by applicable Environmental Legislation or Cannabis Legislation. The Monitor shall not, as a result of this Order or anything done in pursuance of the Monitor's duties and powers under this Order, be deemed to be in Possession of any of the Property within the meaning of any Environmental Legislation or the Cannabis Legislation, unless it is actually in possession.

30. **THIS COURT ORDERS** that that the Monitor shall provide any creditor of the Applicants and the DIP Lender with information provided by the Applicants in response to reasonable requests for information made in writing by such creditor addressed to the Monitor. The Monitor shall not have any responsibility or liability with respect to the information disseminated by it pursuant to this paragraph. In the case of information that the Monitor has been advised by the Applicants is confidential, the Monitor shall not provide such information to creditors unless otherwise directed by this Court or on such terms as the Monitor and the Applicants may agree

31. **THIS COURT ORDERS** that, in addition to the rights and protections afforded the Monitor under the CCAA or as an officer of this Court, the Monitor shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded the Monitor by the CCAA or any applicable legislation.

32. **THIS COURT ORDERS** that the Monitor, counsel to the Monitor and counsel to the Applicants shall be paid their reasonable fees and disbursements, in each case at their standard rates and charges, by the Applicants as part of the costs of these proceedings. The Applicants are hereby authorized and directed to pay the accounts of the Monitor, counsel for the Monitor and counsel for the Applicants on a weekly basis.

33. **THIS COURT ORDERS** that the Monitor and its legal counsel shall pass their accounts from time to time, and for this purpose the accounts of the Monitor and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

34. **THIS COURT ORDERS** that the Monitor, counsel to the Monitor, if any, and the Applicants' counsel shall be entitled to the benefit of and are hereby granted a charge (the

"**Administration Charge**") on the Property, which charge shall not exceed an aggregate amount of $500,000, as security for their professional fees and disbursements incurred at the standard rates and charges of the Monitor and such counsel, both before and after the making of this Order in respect of these proceedings. The Administration Charge shall have the priority set out in paragraphs 41 and 43 hereof.

DIP FINANCING

35. **THIS COURT ORDERS** that the Applicants are hereby authorized and empowered to obtain and borrow under a credit facility from SF V Bridge III, LP (the "**DIP Lender**") in order to finance the Applicants' working capital requirements and other general corporate purposes and capital expenditures, provided that borrowings under such credit facility shall not exceed the principal amount of $7,500,000 unless permitted by further Order of this Court.

36. **THIS COURT ORDERS THAT** such credit facility shall be on the terms and subject to the conditions set forth in the commitment letter between the Applicants and the DIP Lender dated as of December 10, 2019 (the "**Commitment Letter**"), filed.

37. **THIS COURT ORDERS** that the Applicants are hereby authorized and empowered to execute and deliver such credit agreements, mortgages, charges, hypothecs and security documents, guarantees and other definitive documents (collectively, the "**Definitive Documents**"), as are contemplated by the Commitment Letter or as may be reasonably required by the DIP Lender pursuant to the terms thereof, and the Applicants are hereby authorized and directed to pay and perform all of their indebtedness, interest, fees, liabilities and obligations to the DIP Lender under and pursuant to the Commitment Letter and the Definitive Documents as and when the same become due and are to be performed, notwithstanding any other provision of this Order.

38. **THIS COURT ORDERS** that the DIP Lender shall be entitled to the benefit of and is hereby granted a charge to the maximum principal amount of $7,500,000 (the "**DIP Lender's Charge**") on the Property including, without limiting the foregoing, the real property identified in Schedule "A" hereto (the "**Real Property**"), which DIP Lender's Charge shall not secure an obligation that exists before this Order is made. The DIP Lender's Charge shall have the priority set out in paragraphs 41 and 43 hereof.

39. **THIS COURT ORDERS** that, notwithstanding any other provision of this Order:

(a) the DIP Lender may take such steps from time to time as it may deem necessary or appropriate to file, register, record or perfect the DIP Lender's Charge or any of the Definitive Documents;

(b) upon the occurrence of an event of default under the Definitive Documents or the DIP Lender's Charge, the DIP Lender, upon 10 days' notice to the Applicants and the Monitor, may exercise any and all of its rights and remedies against the Applicants or the Property under or pursuant to the Commitment Letter, Definitive Documents and the DIP Lender's Charge, including without limitation, to cease making advances to the Applicants and set off and/or consolidate any amounts owing by the DIP Lender to the Applicants against the obligations of the Applicants to the DIP Lender under the Commitment Letter, the Definitive Documents or the DIP Lender's Charge, to make demand, accelerate payment and give other notices, or to apply to this Court for the appointment of a receiver, receiver and manager or interim receiver, or for a bankruptcy order against the Applicants and for the appointment of a trustee in bankruptcy of the Applicants; and

(c) the foregoing rights and remedies of the DIP Lender shall be enforceable against any trustee in bankruptcy or licensed insolvency trustee, interim receiver, receiver or receiver and manager of the Applicants or the Property.

40. **THIS COURT ORDERS AND DECLARES** that the DIP Lender shall be treated as unaffected in any plan of arrangement or compromise filed by the Applicants under the CCAA, or any proposal filed by the Applicants under the *Bankruptcy and Insolvency Act* of Canada (the "**BIA**"), with respect to any advances made under the Definitive Documents.

VALIDITY AND PRIORITY OF CHARGES CREATED BY THIS ORDER

41. **THIS COURT ORDERS** that the priorities of the Directors' Charge, the Administration Charge and the DIP Lender's Charge, as among them, shall be as follows:

First – Administration Charge (to the maximum amount of $500,000);

Second – DIP Lender's Charge (to the maximum principal amount of $7,500,000); and

Third – Directors' Charge (to the maximum amount of $900,000).

42. **THIS COURT ORDERS** that the filing, registration or perfection of the Directors' Charge, the Administration Charge, or the DIP Lender's Charge (collectively, the "**Charges**") shall not be required, and that the Charges shall be valid and enforceable for all purposes, including as against any right, title or interest filed, registered, recorded or perfected subsequent to the Charges coming into existence, notwithstanding any such failure to file, register, record or perfect.

43. **THIS COURT ORDERS** that each of the Charges (all as constituted and defined herein) shall constitute a charge on the Property and such Charges shall rank in priority to all other security interests, trusts, liens, charges and encumbrances, claims of secured creditors, statutory or otherwise (collectively, "**Encumbrances**") in favour of any Person.

44. **THIS COURT ORDERS** that except as otherwise expressly provided for herein, or as may be approved by this Court, the Applicants shall not grant any Encumbrances over any Property that rank in priority to, or *pari passu* with, any of the Charges, unless the Applicants also obtain the prior written consent of the Monitor, the DIP Lender and the beneficiaries of the Directors' Charge and the Administration Charge, or further Order of this Court.

45. **THIS COURT ORDERS** that the Directors' Charge, the Administration Charge, the Commitment Letter, the Definitive Documents and the DIP Lender's Charge shall not be rendered invalid or unenforceable and the rights and remedies of the chargees entitled to the benefit of the Charges (collectively, the "**Chargees**") and/or the DIP Lender thereunder shall not otherwise be limited or impaired in any way by (a) the pendency of these proceedings and the declarations of insolvency made herein; (b) any application(s) for bankruptcy order(s) issued pursuant to BIA, or any bankruptcy order made pursuant to such applications; (c) the filing of any assignments for the general benefit of creditors made pursuant to the BIA; (d) the provisions of any federal or provincial statutes; or (e) any negative covenants, prohibitions or other similar provisions with respect to borrowings, incurring debt or the creation of Encumbrances, contained in any existing loan documents, lease, sublease, offer to lease or other agreement (collectively,

an "**Agreement**") which binds the Applicants, and notwithstanding any provision to the contrary in any Agreement:

(a) neither the creation of the Charges nor the execution, delivery, perfection, registration or performance of the Commitment Letter or the Definitive Documents shall create or be deemed to constitute a breach by the Applicants of any Agreement to which they are a party;

(b) none of the Chargees shall have any liability to any Person whatsoever as a result of any breach of any Agreement caused by or resulting from the Applicants entering into the Commitment Letter, the creation of the Charges, or the execution, delivery or performance of the Definitive Documents; and

(c) the payments made by the Applicants pursuant to this Order, the Commitment Letter or the Definitive Documents, and the granting of the Charges, do not and will not constitute preferences, fraudulent conveyances, transfers at undervalue, oppressive conduct, or other challengeable or voidable transactions under any applicable law.

46. **THIS COURT ORDERS** that any Charge created by this Order over leases of real property in Canada shall only be a Charge in the Applicants' interest in such real property leases.

47. **THIS COURT ORDERS AND DECLARES** that this Order is subject to provisional execution and that if any of the provisions of this Order in connection with the Commitment Letter, the Definitive Documents or the DIP Lender's Charge shall subsequently be stayed, modified, varied, amended, reversed or vacated in whole or in part (collectively, a "**Variation**") whether by subsequent order of this Court, on or pending an appeal from this Order, such Variation shall not in any way impair, limit or lessen the priority, protections, rights or remedies of the DIP Lender whether under this Order (as made prior to the Variation), under the Commitment Letter and the Definitive Documents, with respect to any advances made prior to the DIP Lender being given notice of the Variation and the DIP Lender shall be entitled to rely on this Order as issued (including, without limitation, the DIP Lender's Charge) for all advances so made.

SERVICE AND NOTICE

48. **THIS COURT ORDERS** that the Monitor shall (i) without delay, publish in The Globe and Mail (National Edition) a notice containing the information prescribed under the CCAA, (ii) within five days after the date of this Order, (A) make this Order publicly available in the manner prescribed under the CCAA, (B) send, in the prescribed manner, a notice to every known creditor who has a claim against the Applicants of more than $1000, and (C) prepare a list showing the names and addresses of those creditors and the estimated amounts of those claims, and make it publicly available in the prescribed manner, all in accordance with Section 23(1)(a) of the CCAA and the regulations made thereunder.

49. **THIS COURT ORDERS** that the E-Service Protocol of the Commercial List (the "**Protocol**") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Protocol (which can be found on the Commercial List website at http://www.ontariocourts.ca/scj/practice/practice-directions/toronto/e-service-protocol/) shall be valid and effective service. Subject to Rule 17.05 this Order shall constitute an order for substituted service pursuant to Rule 16.04 of the Rules of Civil Procedure. Subject to Rule 3.01(d) of the Rules of Civil Procedure and paragraph 21 of the Protocol, service of documents in accordance with the Protocol will be effective on transmission. This Court further orders that a Case Website shall be established in accordance with the Protocol with the following URL '<http://www.ey.com/ca/agmedica>'.

50. **THIS COURT ORDERS** that if the service or distribution of documents in accordance with the Protocol is not practicable, the Applicants and the Monitor are at liberty to serve or distribute this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or facsimile transmission to the Applicants' creditors or other interested parties at their respective addresses as last shown on the records of the Applicants and that any such service or distribution by courier, personal delivery or facsimile transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

GENERAL

51. **THIS COURT ORDERS** that the Applicants or the Monitor may from time to time apply to this Court for advice and directions in the discharge of their powers and duties hereunder.

52. **THIS COURT ORDERS** that nothing in this Order shall prevent the Monitor from acting as an interim receiver, a receiver, a receiver and manager, or a trustee in bankruptcy of the Applicants, the Business or the Property.

53. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Applicants, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

54. **THIS COURT ORDERS** that each of the Applicants and the Monitor be at liberty and are hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

55. **THIS COURT ORDERS** that any interested party (including the Applicants and the Monitor) may apply to this Court to vary or amend this Order on not less than seven (7) days' notice to any other party or parties likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

56. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Standard/Daylight Time on the date of this Order.

57. **THIS COURT ORDERS** that upon the registration in the Land Titles Division of the Real Property of the DIP Lender's Charge in the form prescribed by the *Land Titles Act* and/or the *Land Registration Reform Act*, the Land Registrar is hereby directed to register the DIP Lender's Charge on title of the Real Property.

ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO:

DEC 13 2019

PER / PAR: [illegible]

Schedule "A"
Real Property

(1) 510-566 Riverview Drive, Chatham-Kent, Ontario (PIN 005280224)
Legal Description: PT LT 19 CON 1 RALEIGH PT 2, 3 & 6, 24R7621; S/T & T/W 164642; S/T 340724, 576414; CHATHAM-KENT

(2) 650 Riverview Drive, Chatham-Kent, Ontario (PIN 005280218)
Legal Description: PT LT 19 CON 1 RALEIGH, DESIGNATED AS PTS 1 & 2 PL 24R5827 EXCEPT PT 5 PL 24R1370 & PTS 1 & 2 PL 24R10089 SUBJECT TO AN EASEMENT AS IN 277488 MUNICIPALITY CHATHAM-KENT

(3) 715 Richmond Street, Chatham-Kent, Ontario (PIN 005280006)
Legal Description: PT LT 20 CON 1 RALEIGH AS IN 628944 EXCEPT EASEMENT THEREIN; CHATHAM-KENT

(4) 830 Richmond Street, Chatham-Kent, Ontario (PIN 005270019)
Legal Description: PT LT 20 CON 1 EASTERN BOUNDARY RALEIGH AS IN 586356; CHATHAM-KENT

(5) 1095 Wilton Grove Road, London, Ontario (PIN 082030125)
Legal Description: PART LOT 13 AND PART NORTH ½ LOT 12 CONCESSION 3; DESIGNATED PART 2, 33R3843; LONDON/WESTMINSTER

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF **AGMEDICA BIOSCIENCE INC., 2472602 ONTARIO INC., 2642466 ONTARIO INC., 8895309 CANADA INC., WELLWORTH HEALTH CORP., 8050678 CANADA INC., 8326851 CANADA INC., TAVIVAT NATURALS INC., WORLDWIDE BEVERAGE INNOVATIONS INC., UNIQUE BEVERAGES (USA) INC., and ESEELA INC.**

Court File No. CV-19-00632052-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
Proceedings commenced at Toronto

AMENDED AND RESTATED INTIAL ORDER

Thornton Grout Finnigan LLP
100 Wellington Street West
Suite 3200
TD West Tower, Toronto-Dominion Centre
Toronto, ON M5K 1K7

Rebecca L. Kennedy (LSO# 61146S)
Email: rkennedy@tgf.ca
Owen Gaffney (LSO# 75017B)
Email: ogaffney@tgf.ca
Adam Driedger (LSO# 77296F)
Email: adriedger@tgf.ca

Tel: 416-304-1616
Fax: 416-304-1313

Lawyers for the Applicants

APPENDIX "D"

Parcel Register for 715 Richmond

Ontario ServiceOntario

LAND REGISTRY OFFICE #24

PARCEL REGISTER (ABBREVIATED) FOR PROPERTY IDENTIFIER

00528-0006 (LT)

PREPARED FOR Michelle01

ON 2020/06/12 AT 13:35:10

* CERTIFIED IN ACCORDANCE WITH THE LAND TITLES ACT * SUBJECT TO RESERVATIONS IN CROWN GRANT *

PROPERTY DESCRIPTION: PT LT 20 CON 1 RALEIGH AS IN 628944 EXCEPT EASEMENT THEREIN; CHATHAM-KENT

PROPERTY REMARKS: PLANNING ACT CONSENT AS IN 378038. PLANNING ACT CONSENT AS IN 246069.

ESTATE/QUALIFIER:
FEE SIMPLE
LT CONVERSION QUALIFIED

RECENTLY:
RE-ENTRY FROM 00528-0126

PIN CREATION DATE:
2005/11/21

OWNERS' NAMES	CAPACITY	SHARE
2472602 ONTARIO INC.		

REG. NUM.	DATE	INSTRUMENT TYPE	AMOUNT	PARTIES FROM	PARTIES TO	CERT/ CHKD
*** PRINTOUT INCLUDES ALL DOCUMENT TYPES (DELETED INSTRUMENTS NOT INCLUDED) ***						
***SUBJECT, ON FIRST REGISTRATION UNDER THE LAND TITLES ACT, TO:*						
*** SUBSECTION 44(1) OF THE LAND TITLES ACT, EXCEPT PARAGRAPH 11, PARAGRAPH 14, PROVINCIAL SUCCESSION DUTIES **						
*** AND ESCHEATS OR FORFEITURE TO THE CROWN.*						
*** THE RIGHTS OF ANY PERSON WHO WOULD, BUT FOR THE LAND TITLES ACT, BE ENTITLED TO THE LAND OR ANY PART OF*						
*** IT THROUGH LENGTH OF ADVERSE POSSESSION, PRESCRIPTION, MISDESCRIPTION OR BOUNDARIES SETTLED BY*						
*** CONVENTION.*						
*** ANY LEASE TO WHICH THE SUBSECTION 70(2) OF THE REGISTRY ACT APPLIES.*						
***DATE OF CONVERSION TO LAND TITLES: 2005/11/21 ***						
171785	1966/05/13	BYLAW		CITY OF CHATHAM		C
REMARKS: BYLAW 5564, SUBDIVISION CONTROL						
24R2934	1981/10/01	PLAN REFERENCE				C
CK128600	2017/02/14	TRANSFER	$2,000,000	1741098 ONTARIO INC.	CROSSHAIR VENTURES INC.	C
REMARKS: PLANNING ACT STATEMENTS.						
CK158450	2019/05/21	APL CH NAME OWNER		CROSSHAIR VENTURES INC.	2472602 ONTARIO INC.	C
CK158943	2019/05/31	CHARGE	$20,000,000	2472602 ONTARIO INC.	STABILIS GP V, LLC	C
CK167114	2019/12/05	APL COURT ORDER		ONTARIO SUPERIOR COURT OF JUSTICE	HILLMOUNT CAPITAL INC.	C
REMARKS: CHARGING ORDER						
CK167729	2019/12/18	APL COURT ORDER		ONTARIO SUPERIOR COURT OF JUSTICE	STABILIS GP V, LLC	C
REMARKS: CHARGING ORDER						

NOTE: ADJOINING PROPERTIES SHOULD BE INVESTIGATED TO ASCERTAIN DESCRIPTIVE INCONSISTENCIES, IF ANY, WITH DESCRIPTION REPRESENTED FOR THIS PROPERTY.
NOTE: ENSURE THAT YOUR PRINTOUT STATES THE TOTAL NUMBER OF PAGES AND THAT YOU HAVE PICKED THEM ALL UP.

APPENDIX "E"

Parcel Register for 830 Richmond

PROPERTY DESCRIPTION: PT LT 20 CON 1 EASTERN BOUNDARY RALEIGH AS IN 586356; CHATHAM-KENT

PROPERTY REMARKS:

ESTATE/QUALIFIER:

RECENTLY: RE-ENTRY FROM 00527-0057

PIN CREATION DATE: 2005/11/21

REG. NUM.	DATE	INSTRUMENT TYPE	AMOUNT	PARTIES FROM	PARTIES TO	CERT/ CHKD
*** PRINTOUT INCLUDES ALL DOCUMENT TYPES (DELETED INSTRUMENTS NOT INCLUDED) ***						
DATE OF EARLIEST REGISTRATION LOADED: 1944/04/01						
RA30849	1944/04/01	TRANSFER	$6,000	EDWARDS, ANTHONY (ETUX)	EDWARDS, ANTHONY C.	C
82891	1956/09/28	BYLAW		TOWNSHIP OF RALEIGH		C
REMARKS: BYLAW 2993, RE: SUBDIVISION CONTROL						
99735	1958/11/27	ORDER		THE ONTARIO MUNICIPAL BOARD		C
REMARKS: OL RE:ANNEXATION						
108897	1959/12/08	DEPOSIT				C
108898	1959/12/08	TRANSFER	$11,500	EDWARDS, ANTHONY CLIFFORD EDWARDS, BEATRICE	BEGWACO METERS (CANADA) LIMITED	C
CORRECTIONS: 'TRANSFEROR' CHANGED FROM 'EDWARDS, ANTHONY C. (ETUX)' TO 'EDWARDS, ANTHONY CLIFFORD' ON 2006/11/27 BY MARY JEAN - DATABASE SWEEP. 'TRANSFEROR: EDWARDS, BEATRICE' ADDED ON 2006/11/27 BY MARY JEAN - DATABASE SWEEP.						
171785	1966/05/13	BYLAW		CITY OF CHATHAM		C
REMARKS: BYLAW 5564, SUBDIVISION CONTROL						
372580	1981/06/18	DEPOSIT				C
372581	1981/06/18	TRANSFER	$425,000	THORN ELECTRICAL INDUSTRIES (CANADA)	CHROME-TEK PLASTICS LTD.	C
373371	1981/07/21	DEBENTURE	$100,000	CHROME-TEK PLASTICS LTD.	ONTARIO DEVELOPMENT CORPORATION	C
375130	1981/09/25	CHARGE	$1	CHROME-TEK PLASTICS LTD. (1ST PT.) COLE, LLOYD BASIC, JOHN TRAHAM, NORMAN GIANNOBILE, FRANK (3RD PT.)	J.F. COLENBRANDER CONSTRUCTION CO. LTD.	C
375814	1981/10/26	TRANSFER OF CHARGE	$1	J.F. COLENBRANDER CONSTRUCTION CO. LTD.	HENRY HAYINK EXCAVATING LIMITED CHATHAM MASONRY LTD.	C

REG. NUM.	DATE	INSTRUMENT TYPE	AMOUNT	PARTIES FROM	PARTIES TO	CERT/ CHKD
					HOLDAWAY ROOFING CO. LTD. SASS MANUFACTURING LIMITED WATSON CONCRETE PRODUCTS LIMITED	
386345	1982/12/16	DEPOSIT				C
386346	1982/12/16	TRANSFER	$460,000	ONTARIO DEVELOPMENT CORPORATION	CHROME-TEK PLASTICS (1982) LTD.	C
REMARKS: UNDER P.OF S.AS IN 373371						
436801	1986/10/14	CHARGE	$1,000,000	CHROME-TEK PLASTICS (1982) LTD.	ANZ BANK CANADA SWISS BANK CORP. (CANADA)	C
440610	1987/01/30	CHARGE	$1,500,000	CHROME-TEK PLASTICS (1982) LTD.	LLOYDS BANK CANADA	C
440611	1987/01/30	NO SEC INTEREST		LLOYDS BANK CANADA	CHROME-TEK PLASTICS (1982) LTD.	C
442816	1987/04/01	CHARGE	$300,000	CHROME-TEK PLASTICS (1982) LTD.	ANZ BANK CANADA	C
443158	1987/04/10	AGREEMENT		LLOYDS BANK CANADA	ANZ BANK CANADA	C
443159	1987/04/10	AGREEMENT		LLOYDS BANK CANADA	ANZ BANK CANADA	C
454425	1988/01/07	CONSTRUCTION LIEN	$35,856	CHROME-TEK PLASTICS (1982) LTD.	O'PHEE MECHANICAL LTD.	C
455615	1988/02/15	CERT A CONST LIEN	$11,856	SCO	O'PHEE MECHANICAL LTD.	C
REMARKS: RE:454425						
456258	1988/03/03	NOTICE OF LEASE	$44,813	POWER LINE CONSTRUCTION LTD.	CHROME-TEK PLASTICS (1982) LTD.	C
461480	1988/06/30	DEPOSIT				C
461481	1988/06/30	TRANSFER		ANZ BANK CANADA SWISS BANK CORP. (CANADA)	MANCHESTER PLASTICS LTD.	C
466191	1988/10/14	TRANSFER		MANCHESTER PLASTICS, LTD.	782793 ONTARIO LTD.	C
496219	1990/10/25	DEBENTURE	$1,313,100	TRIMPLAS, INC.	ROYNAT INC.	C
517597	1992/06/05	DEPOSIT		FIELDS, ROBERT NORMAN KIRWIN, JOHN C. MACQUARRIE, FAYE		C
REMARKS: RE: 496219						

REG. NUM.	DATE	INSTRUMENT TYPE	AMOUNT	PARTIES FROM	PARTIES TO	CERT/ CHKD
517598	1992/06/05	TRANS POWER SALE	$1,150,000	ROYNAT INC.	939513 ONTARIO LTD.	C
REMARKS: RE: 496219						
550774	1995/02/09	CONSTRUCTION LIEN	$7,800	939513 ONTARIO LIMITED	ROBERTSON, ROBERT NORTHERN MECHANICAL SERVICES (COB)	C
551404	1995/03/09	CERTIFICATE	$8,346	ONTARIO COURT (GENERAL DIVISION)	ROBERTSON, ROBERT NORTHERN MECHANICAL SERVICES (COB)	C
REMARKS: 550774						
586356	1998/10/30	TRANSFER	$1,025,000	939513 ONTARIO LIMITED	1078285 ONTARIO INC.	C
REMARKS: PLANNING ACT STATEMENT						
603275	2000/10/13	COURT ORDER		SUPERIOR COURT OF ONTARIO		C
REMARKS: 550774 & 551404						
643241	2005/05/03	TRANSFER	$550,000	A.P. PLASMAN INC.	1147048 ONTARIO LIMITED	C
655554	2007/04/26	LR'S AMENDMENT				C
REMARKS: TO BRING FORWARD HISTORICAL DOCUMENTS						
R670670	2013/07/26	NOTICE OF LEASE	$2	1147048 ONTARIO LIMITED	A.P. PLASMAN INC.	C
R671058	2018/07/09	SURRENDER		A.P. PLASMAN INC.		C
REMARKS: R670670						
R671060	2018/07/09	TRANSFER	$1,175,000	1147048 ONTARIO LIMITED	CROSSHAIR VENTURES INC.	C
REMARKS: PLANNING ACT STATEMENTS.						
R671082	2018/10/04	TRANSFER	$1	1147048 ONTARIO LIMITED	CROSSHAIR VENTURES INC.	C
R671135	2019/05/31	CHARGE	$20,000,000	2472602 ONTARIO INC	SF V BRIDGE III, LP	C
CORRECTIONS: PARTY TO NAME CHANGED FROM SF B BRIDGE III, LP TO SF V BRIDGE III, LP ON 2019/06/03 AT 13:45 BY ONEILL, LOUISE.						
R671136	2019/05/31	DEBENTURE	$1	2472602 ONTARIO INC.	SF V BRIDGE III, LP	C
R671224	2019/12/20	COURT ORDER		ONTARIO SUPERIOR COURT OF JUSTICE		C

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APPENDIX "F"

Variance Analysis

AgMedica Bioscience Inc.
Weekly Variance Analysis
February 22, 2020 to June 12, 2020
($CDN)

	Notes	ACTUALS	FORECAST	Variance
Week Ending		**12-Jun-20**	**12-Jun-20**	
Consolidated				
Opening Cash / (Indebtedness)		$ 491,097	$ 491,097	-
Receipts				
Sales receipts	1	4,619,289	7,350,185	(2,730,896)
HST Refunds		-	-	-
Other receipts	2	462,583	267,555	195,028
Total Receipts		5,081,872	7,617,740	(2,535,868)
Disbursements				
Production Costs	3	482,499	861,942	379,443
Payroll and expenses	4	1,478,733	1,510,584	31,851
Remittance to Receiver General	5	601,112	709,088	107,976
EHT and WSIB	6	39,918	125,994	86,077
Group Benefits	7	68,735	85,448	16,713
Royalties and Commissions		-	-	-
Selling, General & Admininstrative	8	663,291	1,067,856	404,565
Rent, Utilities, Insurance, Property Taxes	9	757,079	835,525	78,445
Fixed Assets and capital expenditures		-	-	-
Duties and Taxes	10	1,148,011	1,084,160	(63,851)
Funding Agreements and contractual commitments	11	229,610	1,640,333	1,410,724
Restructuring Costs	12	1,693,199	1,137,430	(555,769)
DIP Interest Payments and Commitment Fee	13	172,236	106,085	(66,151)
SF V Bridge III, LP Secured Debt	14	320,453	143,374	(177,079)
Stone Quest Secured Debt	15	57,049	194,638	137,589
Philipp Secured Debt	16	98,146	373,628	275,482
Total Disbursements		7,810,073	9,876,086	2,066,014
Net Cash Flow		(2,728,201)	(2,258,347)	(469,855)
Non-Core Real Estate Sales				
Real Estate Proceeds	17	13,067,122	12,992,754	74,368
Repayment of SF V Bridge III Secured Debt	14	(4,198,574)	(4,260,000)	61,426
Repayment of Stone Quest Secured Debt	15	(4,167,722)	(3,807,754)	(359,968)
Repayment of Philipp Secured Debt	16	(700,826)	(925,000)	224,174
Repayment of DIP	18	(4,000,000)	(4,000,000)	-
Net Real Estate Proceeds		-	-	-
Net DIP Advances/(Repayments)	19	3,141,217	2,182,342	958,875
Closing Cash / (Indebtedness)		**$ 904,113**	**$ 415,093**	**489,020**

Total DIP Facility	7,500,000	7,500,000	-
Repayment to date	(4,551,125)	(4,510,000)	(41,125)
Net DIP Facility	2,948,875	2,990,000	(41,125)
Drawn on Facility to date	2,934,698	1,975,823	(958,875)
Total Undrawn DIP	14,177	1,014,177	(1,000,000)

Variance Analysis:

1. **Sales Receipts** – The unfavourable variance is a result of lower sales due to the COVID-19 pandemic closing retail stores in Ontario and PEI for a prolonged period of time.
2. **Other Receipts –** Other Receipts consists of rental income. The favourable variance is a result of additional sale of surplus assets, net minimum guarantee offered by Danbury in advance of the auction.
3. **Production costs –** The Applicant forecasts production cost based on the Open PO's as well as historical values. The Applicants closely monitored their inputs for cost of production to achieve cost savings. As a result of lower sales, the operations costs were also reduced resulting in a permanent difference.
4. **Payroll and expenses –** As part of restructuring efforts, headcount was reduced in the head office resulting in a favourable variance. This was offset by an increase staff for AgMedica's cultivation process.
5. **Remittance to Receiver General –** Payments to the Receiver General are correlated to payroll. The favourable variance is a result of the reduction in payroll costs and the Applicant received $25,000 from the federal government Temporary Wage Subsidy program.
6. **EHT and WSIB –** The Ontario Government provided relief to businesses affected by COVID-19 by providing a five-month delay in payments of EHT and WSIB. The favourable variance is a timing difference.
7. **Group Benefits –** Payments of Group Benefits are correlated to payroll. The favourable permanent variance is a result in reduced payroll costs.
8. **SG&A –** The Applicants forecasts the SG&A cost based on historical values. As part of restructuring efforts, the Applicants had disclaimed contracts, terminated services, and reduced excess purchasing, resulting in a favourable variance. The Applicants closely monitored their SG&A expense to achieve cost savings. These are favourable permanent differences.
9. **Rent, Utilities, Insurance, Property Taxes –** The Applicants reduced utility and property tax expenses as a result of selling 650 Riverview and the London Property.
10. **Duties and Taxes –** Excise duty is paid on the first of the second subsequent month. Therefore, even though the overall sales have dropped in the Reporting Period, the related drop in excise duty payments have a one-month lag. In addition, the Applicants sold products with higher excise duty than forecast resulting in an unfavorable permanent difference.
11. **Funding Agreements and contractual commitments –** As part of the restructuring efforts, the Applicants did not renew agreements with certain strategic partners resulting in a permanent favourable variance.
12. **Restructuring Costs –** Additional cost were incurred to assist the SISP process, sale Surplus Assets, and the resolution of disputes.
13. **DIP Interest Payments and Commitment Fee –** The Interest Payments were higher as a result of hedging costs and interest on cash collateral that were not included in the forecast. In addition, the monthly interest costs were higher than the original forecast as a result of the earlier DIP draws and additional draw of $1 million.

14. **SF V Bridge III, LP Secured Debt -** Interest for Stabilis is in USD, and therefore fluctuated with the exchange rate. SF V Bridge III received $4,198,574 from the sale of 650 Riverview Drive. SF V Bridge III LP received an additional $115,748 directly from the net proceeds of the deposit being held by CBRE in relation to the sale of 650 Riverview.
15. **Stone Quest Secured Debt –** With the sale of the London Property, Stone Quest received a full payout of its secured debt including outstanding accrued interest and related fees and expense. Stone Quest received $4,167,722 from the sale of the London Property.
16. **Philipp Secured Debt -** As a result of COVID-19 and its impact on the operations, AgMedica informed Kathleen Glynn Philipp mid-March that interest payments on her loan would not be paid until further notice. The last interest payment was at the end of February, however, the interest continues to accrue. Philip received a distribution $700,826 from the sale of the London Property.
17. **Real Estate Proceeds –** Real Estate Receipts consists of proceeds from 650 Riverview and the London Property. The net proceeds of the sale of 650 Riverview and the London Property were used to pay down the DIP Facility and Secured Debt.
18. **Repayment of DIP –** The Applicants repaid the DIP Facility in accordance with the DIP Facility Agreement with respect to the Non-Core Real Estate.
19. **DIP Advances** – The Applicants drew a total of $3,182,342 in the Reporting Period. The Applicants repaid $41,125 of the DIP loan with the net minimum guarantee for the auction of Surplus Assets scheduled for June 2020 as indicated in Note 2, resulting in a net DIP advancement over the reporting period of $3,141,217.

APPENDIX “G”

Cash Flow Forecast

AgMedica Bioscience Inc.
Cash Flow Forecast for the period June 13, 2020 to September 11, 2020

(CDN)		Week 1	Week 2	Week 3	Week 4	Week 5	Week 6	Week 7	Week 8	Week 9	Week 10	Week 11	Week 12	Week 13	Total
Week Ending	**Note**	**19-Jun-20**	**26-Jun-20**	**3-Jul-20**	**10-Jul-20**	**17-Jul-20**	**24-Jul-20**	**31-Jul-20**	**7-Aug-20**	**14-Aug-20**	**21-Aug-20**	**28-Aug-20**	**4-Sep-20**	**11-Sep-20**	
Consolidated															
Opening Available Cash		904,113	983,045	1,308,643	991,677	824,215	966,215	787,556	536,675	326,599	585,972	435,809	394,574	397,876	**904,113**
Receipts															
Sales receipts	1	439,866	492,399	255,458	109,734	428,455	72,658	168,046	239,200	537,618	33,580	350,767	511,210	28,836	**3,667,827**
HST Refunds	2	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Other receipts	3	-	33,115	1,801,057	-	-	-	11,035	33,557	-	-	11,035	3,753,557	-	**5,643,357**
Total Receipts		439,866	525,513	2,056,515	109,734	428,455	72,658	179,081	272,757	537,618	33,580	361,802	4,264,767	28,836	**9,311,183**
Disbursements															
Production Costs	4	38,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000	**494,000**
Payroll and expenses	5	163,455	-	160,245	-	163,455	-	160,245	-	160,245	3,210	160,245	-	160,245	**1,131,345**
Remittance to Receiver General	6	-	62,532	-	62,532	-	62,532	-	62,532	-	62,532	-	62,532	-	**375,193**
EHT and WSIB	7	-	-	-	-	-	-	-	-	-	-	50,465	-	-	**50,465**
Group Benefits	8	-	-	13,543	-	-	-	13,543	-	-	-	13,543	-	-	**40,628**
Selling, General & Admininstrative	9	75,000	45,000	77,000	45,000	45,000	45,000	77,000	45,000	45,000	45,000	45,000	77,000	45,000	**711,000**
Rent, Utilities, Insurance, Property Taxes	10	621	4,383	146,986	81,664	-	65,785	3,500	84,081	-	-	65,785	81,031	59,068	**592,906**
Duties and Taxes	11	-	-	128,051	-	-	-	-	218,220	-	-	-	206,870	-	**553,141**
Restructuring Costs	12	83,858	50,000	50,000	50,000	40,000	40,000	40,000	35,000	35,000	35,000	30,000	30,000	30,000	**548,858**
DIP Interest Payments and Commitment Fee	13	-	-	27,236	-	-	-	28,010	-	-	-	-	28,010	-	**83,257**
SF V Bridge III, LP Secured Debt	14	-	-	1,632,420	-	-	-	69,664	-	-	-	-	3,738,020	-	**5,440,105**
Philipp Secured Debt	14	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Total Disbursements		360,934	199,915	2,273,481	277,196	286,455	251,317	429,962	482,833	278,245	183,743	403,038	4,261,465	332,313	**10,020,897**
Net Cash flow from Operations		78,932	325,598	(216,966)	(167,462)	142,000	(178,659)	(250,881)	(210,076)	259,374	(150,163)	(41,235)	3,302	(303,477)	**(709,713)**
DIP Draw/(Payback) for Operations		-	-	(100,000)	-	-	-	-	-	-	-	-	-	-	**(100,000)**
Closing Cash / (Indebtedness)		**983,045**	**1,308,643**	**991,677**	**824,215**	**966,215**	**787,556**	**536,675**	**326,599**	**585,972**	**435,809**	**394,574**	**397,876**	**94,399**	**94,399**

Stabilis DIP Facility													
Opening Balance	2,934,698	2,934,698	2,934,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,934,698
Draw/(Payback)	-	-	(100,000)	-	-	-	-	-	-	-	-	-	-	(100,000)
Closing Balance	2,934,698	2,934,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698

Total DIP Facility	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000	7,500,000
Repayment	(4,551,125)	(4,551,125)	(4,651,125)	(4,651,125)	(4,651,125)	(4,651,125)	(4,651,125)	(4,651,125)	(4,651,125)	(4,651,125)	(4,651,125)	(4,651,125)	(4,651,125)	(4,651,125)
Net DIP Facility	2,948,875	2,948,875	2,848,875	2,848,875	2,848,875	2,848,875	2,848,875	2,848,875	2,848,875	2,848,875	2,848,875	2,848,875	2,848,875	2,848,875
Drawn on Facility	2,934,698	2,934,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698	2,834,698
Total Undrawn DIP	14,177	14,177	14,177	14,177	14,177	14,177	14,177	14,177	14,177	14,177	14,177	14,177	14,177	14,177

IN THE MATTER OF THE CCAA OF AGMEDICA BIOSCIENCE INC., 2472602 ONTARIO INC., 2642466 ONTARIO INC., 8895309 CANADA INC., WELLWORTH HEALTH CORP., 8050678 CANADA INC., 8326851 CANADA INC., TAVIVAT NATURALS INC., WORLDWIDE BEVERAGE INNOVATIONS INC., and UNIQUE BEVERAGES (USA) INC. (each an "Applicant" and collectively, the "Applicants")

Notes to the Unaudited Cash Flow Forecast of the Applicants

Disclaimer

In preparing this cash flow forecast (the "**Cash Flow Forecast**"), the Applicants have relied upon unaudited financial information and the Applicants have not attempted to further verify the accuracy or completeness of such information. The Cash Flow Forecast includes estimates concerning the operations of the Applicants and additional assumptions discussed below with respect to the requirements and impact of a Companies' Creditors Arrangement Act ("**CCAA**") filing. Since the Cash Flow Forecast is based on assumptions about future events and conditions that are not ascertainable, the actual results achieved during the Cash Flow Forecast period will vary from the Cash Flow Forecast, even if the assumptions materialize, and such variation may be material. There is no representation, warranty or other assurance that any of the estimates, forecasts or projections will be realized.

Overview

The Cash Flow Forecast includes the receipts and disbursements of all the Applicants during the Cash Flow Forecast period. The Applicants, with the assistance of Ernst & Young Inc., in its capacity as the monitor of the Applicants (the "**Monitor**"), have prepared the Cash Flow Forecast based primarily on estimated receipts and disbursements related to the CCAA proceedings and the ongoing operations.

Assumptions:

1.	Sales Receipts	Includes the estimated sales of cannabis products based on accounts receivable, existing and projected sales orders. It is assumed collections continues on existing terms with the current customers. This amount is net of price protection credits imposed by the provinces. Receipt amounts include excise duty but not HST. The HST impact of sales is considered a flow through. Amounts are net of any credits to customers. Majority of AgMedica customers are provincial crown corporations responsible for distribution of cannabis products in their respective provinces.
2	HST Refund	AgMedica is typically in a refund position. For the purpose of the forecast, it is assumed that the HST refunds will not be collected as there is outstanding balances for Excise Duty payable by the Applicants for months prior to this Forecast Period and CRA has

		placed on hold on all HST Refunds until they have completed their audits. There has not been any indication of when these HST Audits will be completed.
3	Other Receipts	AgMedica receives rental income from tenants located in 566 Riverview. It is anticipated that 830 Richmond Street Purchase and Sale Agreement will close on June 30, 2020. It is anticipated that 715 Richmond Street Purchase and Sale Agreement will close on August 31, 2020. The funds received from these sales will be used to pay down the Stabilis secured loan. The proceeds from these sales are reflected net of commissions and closing costs. During the week ended July 3, 2020, the proceeds from the sale of surplus lights for $200,000 are expected to be received. The DIP Facility will be repaid with 50% of these funds for $100,000.
4	Production Costs	This includes all costs to cultivate, process and package cannabis products. This is based on historical run rates with additional adjustments for known planned expenditures.
5	Payroll and Expenses	This is the net amount payable to employees and employee reimbursements.
6	Remittance to Receiver General	Withholding taxes and employer portions of EI and CPP, based on payroll.
7	EHT and WSIB	Employer Health Tax ("**EHT**") and Workplace Safety and Insurance Board premiums ("**WSIB**"), based on payroll. On March 25, 2020, the Ontario Government announced relief to businesses affected by COVID-19 by providing a five-month delay in payments of EHT beginning April 1, 2020. WSIB has also announced financial relief by allowing the defer of premium reporting and payments until August 31, 2020. As at the date of the Cash Flow Forecast, there is no clear method for repayment therefore the forecast assumes the deferred payment will be paid in full after the deferral period.
8	Group Benefits	Includes group health care benefits, short-term disability benefits and life insurance.
9	SG&A	This includes office supplies, health and safety supplies, employee training, postage, repairs and maintenance to the properties and other sale, general and administrative costs. These costs were based on historical run rates and have been adjusted accordingly for known planned expenditures.
10	Rent, Utilities, Insurance, Property Taxes	Utilities, insurance, and property tax amounts will change if underlying properties are sold/leased. AgMedica leases one office in Chatham. On April 8, 2020, the city of Chatham approved relief to businesses affected by COVID-19 by providing a delay of current year municipal property taxes from May 1, 2020 to July 10, 2020. The final instalments are due September 11, 2020 and November 2, 2020.
11	Duties and Taxes	Post-filing excise duty is based on actual and estimated sales, as well as outstanding receivables. AgMedica is currently undergoing HST

		pre-filing audits and currently is staying any pre-filing payment of excise duty and taxes.
12	Restructuring Costs	Cost of legal counsel, monitor and the monitor's legal counsel. There are incremental fees associated with the Sale and Investment Solicitation Process which have been reflected in the Cash Flow Forecast.
13	DIP Interest Payments and Commitment Fee	As per the Stabilis DIP Agreement, the interest rate is compounded month, in arrears and is payable on the first of the Month at a rate of 9.5% per annum based on 365 days.
14	Financing and loans - Principal and Interest	AgMedica has 2 secured lenders: SF V Bridge III, LP, and Kathleen Glynn Philipp. The Maturity dates of these loans were May 31, 2020 and January 23, 2020, respectively. The interest is assumed to continued to be paid at the rates in accordance with the loan agreement after the maturity dates to SF V Bridge III, LP. As a result of COVID-19 and its impact on the operations, AgMedica has informed Kathleen Glynn Philipp that interest payments on her loan will not be paid until further notice. No principal payments on Maturity are included in this forecast unless proceeds from the sale of non-core real properties or surplus assets are received and distributions are made in accordance with the DIP Facility Agreement. Promissory notes and convertible debt and their related interest are stayed and are not included in the Cash Flow Forecast.

APPENDIX "H"

Fee Affidavit of Alex Morrison

Court File No. CV-19-00632052-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF **AGMEDICA BIOSCIENCE INC., 2472602 ONTARIO INC., 2642466 ONTARIO INC., 8895309 CANADA INC., WELLWORTH HEALTH CORP., 8050678 CANADA INC., 8326851 CANADA INC., TAVIVAT NATURALS INC., WORLDWIDE BEVERAGE INNOVATIONS INC., UNIQUE BEVERAGES (USA) INC., and ESEELA INC.**

(each an "**Applicant**" and, collectively, the "**Applicants**")

AFFIDAVIT OF ALEXANDER MORRISON
(sworn June 24, 2020)

I, **ALEXANDER MORRISON**, of the City of Toronto, in the Province of Ontario, **MAKE OATH AND SAY**:

1. I am a Senior Vice President with Ernst & Young Inc. ("**EY**"). On December 2, 2019, this Court made an initial order pursuant to the *Companies' Creditors Arrangement Act* (the "**CCAA**") which, among other things, appointed EY as the monitor of the Applicants (in such capacity, the "**Monitor**"). I have been involved throughout the CCAA proceedings. As such, I have knowledge of the matters hereinafter deposed to.

2. This affidavit is made in support of a motion for, among other things, the approval of the fees and disbursements of the Monitor and its counsel for the period from February 1, 2020 to May 15, 2020 (the "**Fee Period**"). This affidavit is filed in conjunction with the Monitor's Seventh Report, dated June 24, 2020.

3. The total amount claimed by the Monitor for the Fee Period (exclusive of HST) is $822,621.14, which includes fees of $803,806 and disbursements of $18,815.94.

4. Attached and marked as **Exhibit "A"** to this Affidavit is a schedule summarizing all invoices rendered by the Monitor during the Fee Period, including the fees, disbursements, and total fees charged in each invoice (the "**Accounts**").

5. Attached hereto as **Exhibit "B"** is a schedule summarizing the billing rates of each of the members of EY that rendered services in these CCAA Proceedings.

6. True copies of the Monitor's Accounts for the Fee Period are attached hereto at **Exhibit "C"**.

7. The Accounts and summary charts disclose in detail the name of each person who rendered services, the dates on which the services were rendered, the time spent each day, the rate charged and the total charges for fees, disbursements and taxes.

8. The hourly billing rates charged in the Accounts are comparable to the hourly rates charged by EY for services rendered in similar proceedings.

9. To the best of my knowledge and given the nature of this proceeding, I believe that the hours and rates in the attached Accounts are reasonable and comparable to other firms in Toronto for work of this nature.

SWORN BEFORE ME (Virtually) on the 24th day of June, 2020.	
A Commissioner for taking Affidavits Name: Trevor Courtis (LSO# 67715A)	Alexander Morrison

This is **Exhibit "A"** referred to in the
affidavit of **ALEXANDER MORRISON**
sworn before me this
24th day of June, 2020

A Commissioner for taking affidavits

Exhibit A - Summary of Invoices

	Invoice #	Date	Fee	Expenses	Net	Tax	Total	Period covered
1	CA12C500004782	06-Mar-20	59,577.50	2,291.45	61,868.95	8,042.96	69,911.91	week ending Feb 7/20
2	CA12C500004797	10-Mar-20	-	6,679.39	6,679.39	868.32	7,547.71	Claims Process Advertising
3	CA12C500004806	13-Mar-20	48,345.00	1,429.26	49,774.26	6,470.65	56,244.91	week ending Feb 14/20
4	CA12C500004813	17-Mar-20	46,709.00	-	46,709.00	6,072.17	52,781.17	week ending Feb 21/20
5	CA12C500004835	24-Mar-20	60,573.50	-	60,573.50	7,874.56	68,448.06	week ending Feb 28/20
6	CA12C500004865	02-Apr-20	61,501.50	1,647.62	63,149.12	8,209.39	71,358.51	week ending Mar 6/20
7	CA12C500004889	08-Apr-20	59,138.00	-	59,138.00	7,687.94	66,825.94	week ending Mar 13/20
8	CA12C500004930	17-Apr-20	65,283.00	81.95	65,364.95	8,497.44	73,862.39	week ending Mar 20/20
9	CA12C500004943	22-Apr-20	56,444.00	2,769.57	59,213.57	7,697.76	66,911.33	week ending Mar 27/20
10	CA12C500004977	29-Apr-20	-	3,653.70	3,653.70	474.98	4,128.68	SISP Advertising
11	CA12C500005009	04-May-20	48,289.50	-	48,289.50	6,277.64	54,567.14	week ending Apr 3/20
12	CA12C500005041	07-May-20	44,241.50	-	44,241.50	5,751.40	49,992.90	week ending Apr 10/20
13	CA12C500005108	13-May-20	57,243.00	-	57,243.00	7,441.59	64,684.59	week ending Apr 17/20
14	CA12C500005131	21-May-20	59,114.00	-	59,114.00	7,684.82	66,798.82	week ending Apr 24/20
15	CA12C500005147	26-May-20	57,641.00	-	57,641.00	7,493.33	65,134.33	week ending May 1/20
16	CA12C500005207	03-Jun-20	43,666.50	262.20	43,928.70	5,710.73	49,639.43	week ending May 8/20
17	CA12C500005231	08-Jun-20	36,039.00	-	36,039.00	4,685.07	40,724.07	week ending May 15/20
	Total		**803,806.00**	**18,815.14**	**822,621.14**	**106,940.75**	**929,561.89**	

This is **Exhibit "B"** referred to in the
affidavit of **ALEXANDER MORRISON**
sworn before me this
24th day of June, 2020

A Commissioner for taking affidavits

Exhibit B - Billed Hours by Staff

		Hourly Rates	Total Hours
Morrison, Alex	Partner	$ 770.00	106.4
Tuck, Andrew	Partner	$ 770.00	4.5
Fung, Karen	Senior Manager	$ 585.00	463.2
Marley, Jason	Senior Manager	$ 585.00	226.0
Yang, Duncan	Senior Manager	$ 585.00	6.0
McDonald, Greg	Manager	$ 410.00	556.3
Wang, Cecilia	Manager	$ 410.00	2.8
Delicaet, Kathleen	Manager	$ 410.00	41.5
Bear, Cam	Para-professional Manager	$ 275.00	2.0
Carandang, Marites	Para-professional Manager	$ 275.00	4.8
Jackson, Marie	Para-professional Manager	$ 275.00	322.2
	Total Hours		**1,735.7**

* Kathleen Delicaet and Jason Marley are employees of Ernst & Young Corporate Finance (Canada) Inc. and provided assistance with respect to the Sale and Investment Soliciation Process.

This is **Exhibit "C"** referred to in the
affidavit of **ALEXANDER MORRISON**
sworn before me this
24th day of June, 2020

A Commissioner for taking affidavits

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500004782
Please include this number with payment

Invoice Date:	March 06, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for week ended February 7, 2020.

		Net	Tax	Rate	Tax Amount	**CAD** Total
Fee		59,577.50	HST	13 %	7,745.08	67,322.58
Expenses		2,291.45	HST	13 %	297.89	2,589.34
		61,868.95			**8,042.97**	**69,911.92**
Invoice summary		**61,868.95**				
Tax :	13% HST				8,042.97	
Total:		**61,868.95**			**8,042.97**	**69,911.92**

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to February 7, 2020

Name	Position	Hours	Rate	Fees
Karen Fung	Vice President/ Senior Manager	33.0	585	19,305.00
Jason Marley	Vice President/ Senior Manager	25.5	585	14,917.50
Greg McDonald	Manager	40.5	410	16,605.00
Kathleen Delicaet	Manager	3.5	410	1,435.00
Marie Jackson	Paraprofessional	26.6	275	7,315.00
Subtotal		**129.1**		**$ 59,577.50**

Disbursements

Transportation, Hotels, Meals		2,291.45
Total Disbursements	**$**	**2,291.45**
Total Time	$	59,577.50
HST @ 13%		8,042.96
Total Invoice	**$**	**69,911.91**

AgMedica (E-65473196)
WIP Time Details

Person	Date	Hours	Description
Greg McDonald	3-Feb-20	8.7	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve payment issues.
Greg McDonald	4-Feb-20	9.3	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues;
Greg McDonald	5-Feb-20	10.3	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues;
Greg McDonald	6-Feb-20	7.6	Approve & Track Payments; Calls with Suppliers to resolve payment issues; Calls and Emails with Suppliers to resolve outstanding issues.
Greg McDonald	7-Feb-20	4.6	Approve & Track Payments; Calls with Suppliers to resolve payment issues; Calls and Emails with Suppliers to resolve outstanding issues;
Greg McDonald Total		40.5	
Jason Marley	3-Feb-20	3.0	Buyer Calls / Process
Jason Marley	3-Feb-20	1.0	Meeting with Karen to discuss buyers
Jason Marley	3-Feb-20	2.0	Data Room / REview of Vince/Owen's files
Jason Marley	4-Feb-20	2.0	Data Room organizing / Vince & Pete Comments
Jason Marley	4-Feb-20	1.0	Call with Pete and Vince
Jason Marley	4-Feb-20	2.5	Buyer reach out / tracking
Jason Marley	5-Feb-20	0.5	Call with Trevor and Bill
Jason Marley	5-Feb-20	3.0	Data Room documents / Questions
Jason Marley	6-Feb-20	4.0	Data Room Files
Jason Marley	6-Feb-20	1.0	Data Room Call - Agmedica Team
Jason Marley	6-Feb-20	1.5	Invitation to Data Room
Jason Marley	7-Feb-20	2.0	Data Room
Jason Marley	7-Feb-20	2.0	CIM Watermark / Process
Jason Marley Total		25.5	
Karen Fung	1-Feb-20	1.2	CIM review
Karen Fung	2-Feb-20	1.1	CIM review
Karen Fung	3-Feb-20	5.2	e_g/McDonald re: creditor list, disbursement & PO Review, E_SISP potential Bidders, Tracking, SISP call w/Excise Tax, Call re:AGLC tax refund; e_disclaiming contracts, e_AGM re: sales
Karen Fung	4-Feb-20	6.6	Court, e_ re non-core RE, Sales review, Ads and docs for Claims process
Karen Fung	5-Feb-20	8.2	call re_Mgmt presentation, excise duty discussion e_ w_SISP potential Bidder, day to day Issues,
Karen Fung	6-Feb-20	6.0	mtg re data room, mtg re: production, Mtgs SISP coordination, e_ SISP Potential bidders, call w/ Donna, call w/ Bill re: Sales, HR
Karen Fung	7-Feb-20	4.7	SISP communications w_ bdders, tracking , E_re: sask creditor inquires sales,
Karen Fung Total		33.0	
Kathleen Delicaet	3-Feb-20	1.5	Review of dataroom documents
Kathleen Delicaet	5-Feb-20	1.0	Review of dataroom documents
Kathleen Delicaet	6-Feb-20	1.0	Review of dataroom documents. Watermark CIMs.
Kathleen Delicaet Total		3.5	
Marie Jackson	3-Feb-20	1.0	Prep work relating to POC mailing.
Marie Jackson	4-Feb-20	6.9	Prep work relating to mailing of POC
Marie Jackson	5-Feb-20	5.3	Respond to emails from creditors relating to claim process. Preparation for POC mailing.
Marie Jackson	6-Feb-20	6.0	Prep work relating to POC mailing.
Marie Jackson	7-Feb-20	7.4	Prepare documentation relating to POC mailing.
Marie Jackson Total		26.6	
Marites Carandang	6-Feb-20	0.1	January 2020 bank rec.
Marites Carandang Total		0.1	
Grand Total		**129.2**	

Account	Date	Amount	Description	Long Text
Greg McDonald	4-Feb-20	951.42	Hotel	Hotel for Greg McDonald (4 nights) and Karen Fung
Greg McDonald	4-Feb-20	192.20	Ground Transportation	
Greg McDonald	4-Feb-20	8.63	Ground Transportation	
Greg McDonald	4-Feb-20	421.46	Meals - Partially Tax Deductible	Greg McDonald - 5 days; Karen Fung - 3 days
Greg McDonald	5-Feb-20	441.57	Meals - Partially Tax Deductible	Greg McDonald (out of town 5 days)Karen Fung (Out of town 4 days)
Greg McDonald	5-Feb-20	276.17	Meals - Partially Tax Deductible	
Greg McDonald Total		2,291.45		
Grand Total		**2,291.45**		

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500004797
Please include this number with payment

Invoice Date:	March 10, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Fees for newspaper advertisements for the Claims Process.

		Net	Tax	Rate	Tax Amount	CAD Total
Expenses		6,679.39	HST	13 %	868.32	7,547.71
		6,679.39			**868.32**	**7,547.71**
Invoice summary		**6,679.39**				
Tax :	13% HST				868.32	
Total:		**6,679.39**			**868.32**	**7,547.71**

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to February 7, 2020

Disbursements

Newspaper Advertisement for the Claims Process		6,679.39
Total Disbursements	**$**	**6,679.39**
HST @ 13%		868.32
Total Invoice	**$**	**7,547.71**

Account	Activity Name	Date	Amount	Description
Cossette Media Inc	AgMedica Monitor - T&E	3-Feb-20	6,438.60	Advertising
Cossette Media Inc Total			6,438.60	
Recharges - Creative Dsgn Svcs	AgMedica Monitor - T&E	7-Feb-20	117.94	Recharges - Creative Dsgn Svcs
Recharges - Creative Dsgn Svcs	AgMedica Monitor - T&E	7-Feb-20	69.73	Recharges - Creative Dsgn Svcs
Recharges - Creative Dsgn Svcs	AgMedica Monitor - T&E	7-Feb-20	23.24	Recharges - Creative Dsgn Svcs
Recharges - Creative Dsgn Svcs	AgMedica Monitor - T&E	7-Feb-20	29.88	Recharges - Creative Dsgn Svcs
Recharges - Creative Dsgn Svcs Total			240.79	
Grand Total			**6,679.39**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500004806
Please include this number with payment

Invoice Date:	March 13, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for week ended February 14, 2020.

		Net	Tax	Rate	Tax Amount	CAD Total
Fee		48,345.00	HST	13 %	6,284.85	54,629.85
Expenses		1,429.26	HST	13 %	185.80	1,615.06
		49,774.26			**6,470.65**	**56,244.91**
Invoice summary		**49,774.26**				
Tax :	13% HST				6,470.65	
Total:		**49,774.26**			**6,470.65**	**56,244.91**

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
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Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to February 14, 2020

Name	Position	Hours	Rate	Fees
Andrew Tuck	Senior Vice President/ Partner	4.0	770	3,080.00
Karen Fung	Vice President/ Senior Manager	49.5	585	28,957.50
Jason Marley	Vice President/ Senior Manager	19.0	585	11,115.00
Kathleen Delicaet	Manager	2.0	410	820.00
Marie Jackson	Paraprofessional	15.0	275	4,125.00
Marites Carandang	Paraprofessional	0.9	275	247.50
Subtotal		**90.4**		**$ 48,345.00**

Disbursements

Transportation, Design Charges		1,429.26
Total Disbursements	**$**	**1,429.26**
Total Time	$	48,345.00
HST @ 13%		6,470.65
Total Invoice	**$**	**56,244.91**

Person	Date	Hours	Description
Andrew Tuck	13-Feb-20	1.0	set up Claims Database for AgMedica
Andrew Tuck	14-Feb-20	3.0	load creditors into Claims Database
Andrew Tuck Total		4.0	
Jason Marley	8-Feb-20	0.5	Buyer Emails / Data Room
Jason Marley	9-Feb-20	0.5	Buyer Emails / Data Room
Jason Marley	10-Feb-20	1.0	Emails / Data Room
Jason Marley	11-Feb-20	4.0	Town Hall / Management Presentation Dry Run
Jason Marley	11-Feb-20	8.0	Travel
Jason Marley	12-Feb-20	1.0	SISP / Buyers / NDA
Jason Marley	12-Feb-20	1.0	BZAM Call
Jason Marley	12-Feb-20	1.0	Buyer Follow-up
Jason Marley	13-Feb-20	1.0	Data Room / Buyers
Jason Marley	14-Feb-20	1.0	Call with Trevor / Logistics for buyer calls
Jason Marley Total		19.0	
Karen Fung	10-Feb-20	12.2	review Claims package for mailing, Ad in newspaper, disbursement review, creditor inquires and negotiations, communication w/potential bidders, e w/tgf re: nda review, weekly meeting w/tgf&AGM,
Karen Fung	11-Feb-20	12.4	Facility Tour prep meeting, call w/Qualified Bidder, POC review, Cash flow reporting and Model, Coordinating facility tour, e and call re: lights proceeds
Karen Fung	12-Feb-20	11.7	Facility tour w/qualified bidder, call w/Mercari, e_re: rental agreement, creditor inquiries, Cash Model and dIP reporting
Karen Fung	13-Feb-20	11.1	POC distribution to restructuring claimants, Call w/Supplier, Alberta returns, Disbursement review, email w/SISP contacts; light fund transfer, Disclaim notices; Court document review and Monitor's Report
Karen Fung	14-Feb-20	2.1	e re: SISP Management meeting, review of notice to disclaim, Monitor's report
Karen Fung Total		49.5	
Kathleen Delicaet	11-Feb-20	0.5	Working on SISP
Kathleen Delicaet	12-Feb-20	1.0	Working on SISP
Kathleen Delicaet	13-Feb-20	0.5	Working on SISP
Kathleen Delicaet Total		2.0	
Marie Jackson	10-Feb-20	7.0	Prepare documents for mailing of POC.
Marie Jackson	11-Feb-20	6.2	Index CRA documents received relating to GST/HST audits. Respond to call from claimant relating to claim and outstanding A/P. Finalize POC package and mailing of same. Load to document centre same documents.
Marie Jackson	12-Feb-20	1.1	Affidavit for Publication & Mailing done
Marie Jackson	13-Feb-20	0.7	Update schedule for POC received. Confirm receipt of same.
Marie Jackson Total		15.0	
Marites Carandang	11-Feb-20	0.1	Post bank adjustments for Jan 2020 bank rec.
Marites Carandang	13-Feb-20	0.4	Call from Karen/RBC/Frank re: wire transfer of funds. Call RBC to confirm funds/email same to Karen.
Marites Carandang	14-Feb-20	0.4	Write up deposit form, print off back-up, call/email to RBC re: wire confirmation. Post same on the 3rd party account.
Marites Carandang Total		0.9	
Grand Total		**90.4**	

Account	Date	Amount	Description	Long Text
Train	13-Feb-20	221.40	Train	
Train	13-Feb-20	12.00	Train	
Train	13-Feb-20	270.00	Train	
Train	13-Feb-20	318.60	Train	
Train	13-Feb-20	- 270.00	Train	
Train	13-Feb-20	30.00	Train	
Train	13-Feb-20	30.00	Train	
Train	13-Feb-20	342.90	Train	
Train	13-Feb-20	331.20	Train	
Train	13-Feb-20	12.00	Train	
Train	13-Feb-20	105.77	Train	
Train	13-Feb-20	12.00	Train	
Air Transportation (Airfare) Total		1,415.87		
Jason Marley	11-Feb-20	13.39	Ground Transportation	Taxi to Union Station
Jason Marley Total		13.39		
Grand Total		**1,429.26**		

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500004813
Please include this number with payment

Invoice Date:	March 17, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered to week ended February 21, 2020.

		Net	Tax	Rate	Tax Amount	**CAD** Total
Fee		46,709.00	HST	13 %	6,072.17	52,781.17
		46,709.00			**6,072.17**	**52,781.17**
Invoice summary		**46,709.00**				
Tax :	13% HST				6,072.17	
Total:		**46,709.00**			**6,072.17**	**52,781.17**

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to February 21, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	6.5	770	5,005.00
Andrew Tuck	Senior Vice President/ Partner	0.5	770	385.00
Karen Fung	Vice President/ Senior Manager	28.0	585	16,380.00
Jason Marley	Vice President/ Senior Manager	9.5	585	5,557.50
Greg McDonald	Manager	34.4	410	14,104.00
Kathleen Delicaet	Manager	1.0	410	410.00
Marie Jackson	Paraprofessional	14.8	275	4,070.00
Marites Carandang	Paraprofessional	1.7	275	467.50
Cam Bear	Paraprofessional	1.2	275	330.00
Subtotal		**97.6**		**$ 46,709.00**

Total Time	$	46,709.00
HST @ 13%		6,072.17
Total Invoice	**$**	**52,781.17**

Person	Date	Hours	Description
Alex Morrison	19-Feb-20	2.5	Call with Trevor and T&F re: 715 Richmond St Update call with Trevor SISP Weekly update call with AgMedica and TF i.e.; EDF Disclaimer Monitor report for FM - Real estate sale
Alex Morrison	20-Feb-20	1.5	SISP update with Jason Call with M. Wales - Lincoln Shine re: SISP Monitor report DIP draw request
Alex Morrison	21-Feb-20	2.5	Attended court hearing SISP update call with Trevor, Rebecca & Jason Emails from SISP partners
Alex Morrison Total		**6.5**	
Andrew Tuck	19-Feb-20	0.5	configure claims database
Andrew Tuck Total		**0.5**	
Cam Bear	18-Feb-20	1.2	Write up req and deposit, print off support for light sale, amend transfer letter, have signed, scan and email to bank, record
Cam Bear Total		**1.2**	
Greg McDonald	18-Feb-20	8.9	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments;
Greg McDonald	19-Feb-20	12.5	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues; Claim Process
Greg McDonald	20-Feb-20	6.5	Approve & Track Payments; Calls and Emails with Suppliers to resolve outstanding issues; Execute DIP Draw; Processing Claims
Greg McDonald	21-Feb-20	6.5	Approve & Track Payments; Calls and Emails with Suppliers to resolve outstanding issues; Execute DIP Draw; Processing Claims
Greg McDonald Total		**34.4**	
Jason Marley	20-Feb-20	4.0	Buyer Review / Contacts
Jason Marley	20-Feb-20	2.0	Financial Diligence / Data Room
Jason Marley	21-Feb-20	0.5	SISP Update Call
Jason Marley	21-Feb-20	2.0	Contacting Buyers
Jason Marley	21-Feb-20	1.0	Conference call with Novus and AgMedica
Jason Marley Total		**9.5**	
Karen Fung	18-Feb-20	4.4	e_DIP lender; Notice to Disclaim, E_re: employee claim, Disbursement review, Customer credits, CF Model and variance review, court documents, sales discussion
Karen Fung	19-Feb-20	12.6	Call re: Sales outlook, call re: 715 and Guspro, Weekly Update, DIP advance, review cash flow forecast and variance analysis, proof of property claim,transfer of funds from light sales, creditor enquiry, call w/Mercari, Monitor's report, SISP potential bidders,
Karen Fung	20-Feb-20	7.2	SISP update w/TGF and AGM; Call w/AGE re: Management presentation, Proof of claims process, vendor invoice inquiries, KERP review, DIP fund tracking, SISP potential bidder communication, Monitor's fifth report, finalizing DIP request,
Karen Fung	21-Feb-20	3.8	e_re pre-filing AP for claims process, setting up claims database, DIP funds tracking, transferring funds.
Karen Fung Total		**28.0**	
Kathleen Delicaet	21-Feb-20	1.0	watermark CIMs; adding parties to dataroom; began task to research US buyers
Kathleen Delicaet Total		**1.0**	
Marie Jackson	18-Feb-20	4.2	Respond to emails/calls, update log where appropriate. Updated POC to database, index POC received.
Marie Jackson	20-Feb-20	5.4	Respond to emails, update log where appropriate. Index POC to server, load same to database.
Marie Jackson	21-Feb-20	5.2	Respond to emails, update log where appropriate. Index POC to server, load same to database.
Marie Jackson Total		**14.8**	
Marites Carandang	19-Feb-20	0.3	Write up cheque requisition, process cheque.
Marites Carandang	19-Feb-20	0.6	Write up cheque requisition, draft wire transfer/have it signed/pdf/faxed to RBC. Call to/from RBC re: wire confirmation. Discuss same with Karen. Post wire.
Marites Carandang	20-Feb-20	0.3	Call/email to/from RBC re: wire transfer to Stabilis
Marites Carandang	21-Feb-20	0.5	Void cheque. Write up cheque requisition, draft wire/have it signed/pdf/faxed to RBC. Call from RBC to confirmed. Email wire confirmation to Karen. Post wire to AgMedica company account

Person	Date	Hours	Description
Marites Carandang Total		1.7	
Grand Total		**97.6**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500004835
Please include this number with payment

Invoice Date:	March 24, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for week ended February 28, 2020.

CAD

		Net	Tax	Rate	Tax Amount	Total
Fee		60,573.50	HST	13 %	7,874.56	68,448.06
		60,573.50			**7,874.56**	**68,448.06**
Invoice summary		**60,573.50**				
Tax :	13% HST				7,874.56	
Total:		**60,573.50**			**7,874.56**	**68,448.06**

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GST/HST: R123425522 **QST:** 1006354498

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Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to February 28, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	8.0	770	6,160.00
Karen Fung	Vice President/ Senior Manager	35.2	585	20,592.00
Jason Marley	Vice President/ Senior Manager	17.0	585	9,945.00
Greg McDonald	Manager	39.4	410	16,154.00
Kathleen Delicaet	Manager	7.5	410	3,075.00
Marie Jackson	Paraprofessional	16.9	275	4,647.50
Subtotal		**124.0**		**$ 60,573.50**

Total Time	$	60,573.50
HST @ 13%		7,874.56
Total Invoice	**$**	**68,448.06**

Person	Date	Hours	Description
Alex Morrison	24-Feb-20	2.5	650 Riverview Sale Meet with Novos with Trevor re: SISP 715 Richmond St. offer / email from Vince Karen re: wire transfers in the 650 Richmond St Call from Jordan from Katz group re: due date
Alex Morrison	25-Feb-20	2.0	Update call with Karen re: operations Email to CBRE re: 650 Riverview west order Meeting with CERE re: non-core real estate Call with Trevor and Peter re:HERP Weekly call with Margaret and T&F Draft letter to EDF counsel Call from SISP participant
Alex Morrison	26-Feb-20	1.5	Meeting Trevor re KERP; J. Marley meeting re SISP; EDF letter; Greenfield re SISP and NDA; weekly DIP cash flow report
Alex Morrison	27-Feb-20	1.0	emails on SISP; DIP cash flow budget
Alex Morrison	28-Feb-20	1.0	HS Electric update email; Karen re Monitor Report and real estate status
Alex Morrison Total		8.0	
Greg McDonald	24-Feb-20	8.4	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments;
Greg McDonald	25-Feb-20	9.8	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues
Greg McDonald	26-Feb-20	10.3	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues; Execute SISP Process; Claim Process Setup
Greg McDonald	27-Feb-20	6.6	Approve & Track Payments; Calls with Suppliers to resolve payment issues; Calls and Emails with Suppliers to resolve outstanding issues
Greg McDonald	28-Feb-20	4.3	Approve & Track Payments; Calls with Suppliers to resolve payment issues; Calls and Emails with Suppliers to resolve outstanding issues
Greg McDonald Total		39.4	
Jason Marley	24-Feb-20	1.5	Meeting with Novus MP / Trevor
Jason Marley	24-Feb-20	1.0	US PE Research
Jason Marley	25-Feb-20	1.0	Calls with Buyers (Atlas / MP)
Jason Marley	25-Feb-20	1.5	Calls with Bill and Trevor / Prep for MP Meeting
Jason Marley	26-Feb-20	2.0	Buyer Follow-Up / NDAs
Jason Marley	26-Feb-20	3.0	Novus MP Meeting
Jason Marley	26-Feb-20	1.0	Novus MP Follow-ups
Jason Marley	27-Feb-20	2.0	Financial Model Review / Calls
Jason Marley	27-Feb-20	1.0	Buyer Calls / Follow-ups
Jason Marley	28-Feb-20	1.0	Model Call & Model revisions
Jason Marley	28-Feb-20	2.0	Buyer Calls (Tilray/Flowr. follow-ups)
Jason Marley Total		17.0	
Karen Fung	23-Feb-20	1.7	E_ marie re proof of claim ; E_re: cap molds ; disbursement review, e_proof of claim/property ,
Karen Fung	24-Feb-20	4.3	call w/B. Demers; e_w/TGF re: BESS system letter, Tour of 715. , e_ re: funds of 650, e_re: activate caps, discuss re: potential bidders,
Karen Fung	25-Feb-20	8.1	email re: activate caps, DIP f/u, review of Cash Flow Varance and forecast, weekly call w/TGF and AGM, call w/potential bidder, mtg w/Paul Davey re: IT, discuss re: claims notice, , disburesment review, discount to actuals, e_re: removal of EDF, drafting Monitor's Report,
Karen Fung	26-Feb-20	8.7	e_w/Potential Bidder; review of cash flow variance and forecast; creditor inquiry, e_re: Medipharm; e_ response to Royal fencing; CF Model for reporting
Karen Fung	27-Feb-20	5.7	DIP budget discussion; f/ re: Alberta returns, f/u re: HRTO response, drafting Monitor's report. e_re: stenocare, f/u mercari;
Karen Fung	28-Feb-20	6.7	E_re: KERP docs and review of docs, creditor inquiries, disbursement review,KERP discussions w/AGM, statement of accounts re: 650, f/u w potential bidders, real estate waterfall, review of HS electric MSA,
Karen Fung Total		35.2	
Kathleen Delicaet	22-Feb-20	2.5	Search for US buyers
Kathleen Delicaet	23-Feb-20	2.0	Search for US buyers
Kathleen Delicaet	24-Feb-20	3.0	Search for US buyers
Kathleen Delicaet Total		7.5	
Marie Jackson	24-Feb-20	4.3	Index POC to database. Respond to emails confirming receipt of POC.
Marie Jackson	25-Feb-20	5.8	Respond to calls relating to POC. Index POC, update same to database.

Person	Date	Hours	Description
Marie Jackson	26-Feb-20	1.8	Update POC's to server and database. Respond to calls with questions.
Marie Jackson	27-Feb-20	2.0	Respond to emails confirming receipt of POC. Scan and index POC to server in preparation for loading to database. Update POC to database. Follow up with claimants for missing information.
Marie Jackson	28-Feb-20	3.0	Respond to emails confirming receipt of POC. Scan and index POC to server in preparation for loading to database. Update database with POC received.
Marie Jackson Total		16.9	
Grand Total		**124.0**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500004865
Please include this number with payment

Invoice Date:	April 02, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the week ended March 6, 2020.

		Net	Tax	Rate	Tax Amount	CAD Total
Fee		61,501.50	HST	13 %	7,995.20	69,496.70
Expenses		1,647.62	HST	13 %	214.19	1,861.81
		63,149.12			**8,209.39**	**71,358.51**
Invoice summary		**63,149.12**				
Tax :	13% HST				8,209.39	
Total:		**63,149.12**			**8,209.39**	**71,358.51**

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AgMedica Bioscience Inc.

Summary of Professional Fees to March 6, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	16.5	770	12,705.00
Karen Fung	Vice President/ Senior Manager	32.6	585	19,071.00
Jason Marley	Vice President/ Senior Manager	13.0	585	7,605.00
Greg McDonald	Manager	39.3	410	16,113.00
Kathleen Delicaet	Manager	0.5	410	205.00
Marie Jackson	Paraprofessional	21.0	275	5,775.00
Marites Carandang	Paraprofessional	0.1	275	27.50
Subtotal		**123.0**		**$ 61,501.50**

Disbursements

Transportation, Meal, Hotel	1,647.62
Total Disbursements	**$ 1,647.62**
Total Time	$ 61,501.50
HST @ 13%	8,209.39
Total Invoice	**$ 71,358.51**

Person	Date	Hours	Description
Alex Morrison	2-Mar-20	3.5	650 Riverview Redirection; Weekly AgMedica / T&F update call; Call from R. Kennedy re: stay extension motion and London non-lane real estate sale; draft stay extension and HERP order, draft London property sale approval order/draft & distribution order to send creditors/draft affidavit ; 650 Riverview closing documents; draft monitor report
Alex Morrison	3-Mar-20	3.5	SISP participants update call with J. Marly/Trevor & Owen/ T&F; Monitor's Sixth Report; Emails from Gowling's re: 650 Riverview; Email from CBRE re: Reports letter from property; Contract reproduction
Alex Morrison	4-Mar-20	3.0	update call with R. Kennedy re London Property; call with Trevor and Vince re London property sale; call with CBRE re London property; Karen re cash flow and surplus amounts; call with Trevor and Peter re SISP; Sixth Monitor
Alex Morrison	5-Mar-20	3.0	update call with Trevor re SISP; call with Blakes/TGF re: KERP; finalize and execute Monitor's sixth report; call from CRAI call with Jurgen re Katz Group SISP process
Alex Morrison	6-Mar-20	3.5	call with Bill and Trevor re sale/lease bond options; R Kennedy re: SISP; call from Kathy Esaw re SISP; Jason and Karen re: SISP; Call with Jurden (Katz Group) Trevor and Bill)
Alex Morrison Total		16.5	
Greg McDonald	2-Mar-20	8.4	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments;
Greg McDonald	3-Mar-20	10.8	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues
Greg McDonald	4-Mar-20	9.2	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues; Execute SISP Process; Claim Process Setup
Greg McDonald	5-Mar-20	4.8	Approve & Track Payments; Calls with Suppliers to resolve payment issues; Calls and Emails with Suppliers to resolve outstanding issues
Greg McDonald	6-Mar-20	6.1	Approve & Track Payments; Calls with Suppliers to resolve payment issues; Calls and Emails with Suppliers to resolve outstanding issues; Discussions with contractors to return money;
Greg McDonald Total		39.3	
Jason Marley	2-Mar-20	3.0	Buyer Summary / Buyer Follow-Up / Data Room Accesss
Jason Marley	2-Mar-20	0.5	Post CCAA Balance Sheet Discussion
Jason Marley	3-Mar-20	1.5	SISP Update Call / Prep
Jason Marley	3-Mar-20	1.5	Buyer Calls
Jason Marley	4-Mar-20	2.0	Buyer Calls / Chasing
Jason Marley	5-Mar-20	1.0	Buyer Calls / Updates
Jason Marley	5-Mar-20	1.5	REIT / Offer Review with Alex
Jason Marley	6-Mar-20	1.0	REIT Investigation
Jason Marley	6-Mar-20	1.0	REIT Call with Alex / Bill
Jason Marley Total		13.0	
Karen Fung	1-Mar-20	0.7	e_w/potential bidder, disbursement review, review of KERP.
Karen Fung	2-Mar-20	9.1	real estate analysis, Weekly Update, Mtg re: Alberta refunds, KERP review, review court documents, Individual KERP letters, e_Potential Bidders, Monitor's report
Karen Fung	3-Mar-20	7.2	e_NDA, vendor inquiries, drafting monitor's report and Cash Flow Forecast, disclaimer notice, employee
Karen Fung	4-Mar-20	6.8	Drafting Monitor's report and appendix, e_re: settlement of 650 Riverview,
Karen Fung	5-Mar-20	4.5	Mtg: SISP update, Mtg: KERP, e_to DIP Lender, capacity increase plan, Drafting Monitor's report, Cash flow variance and Model for dip reporting, inventory sales, vendor, Mtg: Potential Bidder, review, Call w CRA,
Karen Fung	6-Mar-20	4.3	Mtg: Beverage, Mtg: Oil, inventory sales, Creditor inquiry,
Karen Fung Total		32.6	
Kathleen Delicaet	3-Mar-20	0.5	watermark CIMs; adding parties to dataroom; began task to research US buyers
Kathleen Delicaet Total		0.5	
Marie Jackson	2-Mar-20	4.5	Confirm receipt of POC, index same to server, load to database.
Marie Jackson	3-Mar-20	4.2	Prepare schedule of CCAA billings to date. Responded to emails confirming receipt of POC. Index POC. Load POC to database.
Marie Jackson	4-Mar-20	3.8	Prepare draft schedule relating to fees. Respond to emails confirming receipt of POC's. Index POC's to server in preparation for loading to database. Load POC's to database.
Marie Jackson	5-Mar-20	3.3	Update schedule relating to fees. Respond to emails confirming receipt of POC's. Index POC's to server and loading the same to database.

Person	Date	Hours	Description
Marie Jackson	6-Mar-20	5.2	Respond to emails confirming receipt of POC. Index POC to server in preparation for loading to database. Load POC to database.
Marie Jackson Total		21.0	
Marites Carandang	6-Mar-20	0.1	Feb/20 bank rec.
Marites Carandang Total		0.1	
Grand Total		**123.0**	

Account	Date	Amount	Description	Long Text
Greg McDonald	3-Mar-20	121.79	Meals - Partially Tax Deductible	Greg McDonald - out of town 3 days
Greg McDonald	3-Mar-20	359.54	Meals - Partially Tax Deductible	Greg McDonald - 5 days out of townKaren Fung - 2 Days Out of town
Greg McDonald	3-Mar-20	520.61	Hotel	
Greg McDonald	3-Mar-20	216.16	Ground Transportation	
Greg McDonald	3-Mar-20	8.51	Ground Transportation	
Greg McDonald	3-Mar-20	260.30	Hotel	
Greg McDonald	3-Mar-20	160.71	Ground Transportation	
Greg McDonald Total		1,647.62		
Grand Total		**1,647.62**		

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500004889
Please include this number with payment

Invoice Date:	April 08, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for week ended March 13, 2020.

CAD

		Net	Tax	Rate	Tax Amount	Total
Fee		59,138.00	HST	13 %	7,687.94	66,825.94
		59,138.00			**7,687.94**	**66,825.94**
Invoice summary		**59,138.00**				
Tax :	13% HST				7,687.94	
Total:		**59,138.00**			**7,687.94**	**66,825.94**

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AgMedica Bioscience Inc.

Summary of Professional Fees to March 13, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	12.0	770	9,240.00
Karen Fung	Vice President/ Senior Manager	20.4	585	11,934.00
Jason Marley	Vice President/ Senior Manager	20.0	585	11,700.00
Duncan Yang	Vice President/ Senior Manager	6.0	585	3,510.00
Greg McDonald	Manager	39.4	410	16,154.00
Marie Jackson	Paraprofessional	23.9	275	6,572.50
Marites Carandang	Paraprofessional	0.1	275	27.50
Subtotal		**121.8**		**$ 59,138.00**

Total Time	$	59,138.00
HST @ 13%		7,687.94
Total Invoice	**$**	**66,825.94**

Person	Date	Hours	Description
Alex Morrison	9-Mar-20	3.0	attend Court for Stay extension, KERP and London sale approval; call with Greenfield re SISP interest; London property closing critical dates from CBRE
Alex Morrison	10-Mar-20	2.0	call with Kathy Esaw and TGF re SISP; call from Stabilis re: update on SISP ; meeting with Trevor and Novus
Alex Morrison	11-Mar-20	2.0	call with B. Demers; DIP lender cash flow report; meeting with Karen re: 13 week cash flow forecast; call with Jason on the SISP
Alex Morrison	12-Mar-20	2.0	CBRE email re: London Property; call to review status quo model with Trevor and management team; call with Bill re status quo model; call with Jason Marley re: SISP
Alex Morrison	13-Mar-20	3.0	conference call with CBRE/AgMedica re non-core real estate sale process update; call with Novus re finch model; call with Trevor and Vince re 830 Richmond St. ; call with Jason/TGF/Trevor re SISP update
Alex Morrison Total		12.0	
Duncan Yang	10-Mar-20	6.0	Creating a teaser for sale leaseback option for Agmedica building; identifying potential investors and calling them to discuss opportunity
Duncan Yang Total		6.0	
Greg McDonald	9-Mar-20	8.4	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments;
Greg McDonald	10-Mar-20	9.8	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues
Greg McDonald	11-Mar-20	10.3	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues; Execute SISP Process; Claim Process Setup
Greg McDonald	12-Mar-20	6.6	Approve & Track Payments; Calls with Suppliers to resolve payment issues; Calls and Emails with Suppliers to resolve outstanding issues
Greg McDonald	13-Mar-20	4.3	Approve & Track Payments; Calls with Suppliers to resolve payment issues; Calls and Emails with Suppliers to resolve outstanding issues
Greg McDonald Total		39.4	
Jason Marley	8-Mar-20	0.5	Buyer Emails / Contacts
Jason Marley	9-Mar-20	2.5	REIT / Sale & Leaseback Options
Jason Marley	9-Mar-20	2.0	Buyer Calls (Tilray / Greenfield) & process updates
Jason Marley	10-Mar-20	2.0	REIT / Sale Leaseback Teaser / Process
Jason Marley	11-Mar-20	3.0	Buyer Calls / Follow-ups
Jason Marley	11-Mar-20	2.0	Buyer Summary / Data Room / Process
Jason Marley	12-Mar-20	2.0	Buyer Calls / Chasing
Jason Marley	12-Mar-20	1.0	Equipment / REIT
Jason Marley	12-Mar-20	0.5	Data Room
Jason Marley	13-Mar-20	3.0	Buyer Calls Tilray / BZAM / Flowr / RedFund / Novus
Jason Marley	13-Mar-20	0.5	Bidder Summary
Jason Marley	13-Mar-20	1.0	REIT / Model / Data Room
Jason Marley Total		20.0	
Karen Fung	8-Mar-20	0.6	Materials for court,e_inventory sales,
Karen Fung	9-Mar-20	8.0	mtg_potential bidders, inventory resale. Court, e_re: Medipharm oil, disbursement review, sales review, sale/leaseback teaser, creditor review,
Karen Fung	10-Mar-20	6.2	Mtg: Sales and Ops w/AGM, mtg: w/potential buyer, inventory review, e_re: proceeds of sale, sales/lease back teaser, c_jeremy re: operations,
Karen Fung	11-Mar-20	4.9	creditor inquiry/ POC inquiries, sale/leaseback outreach, Cash flow forecast/
Karen Fung	12-Mar-20	0.7	AGM - e_SISP and equipment teasers
Karen Fung Total		20.4	
Marie Jackson	8-Mar-20	2.0	Index POC received to server in preparation for loading to database.
Marie Jackson	9-Mar-20	5.5	Respond to emails confirming receipt of POC. Index POC to server in preparation for loading to database. Load POC to database. Post document to website.
Marie Jackson	10-Mar-20	3.9	Confirm receipt of POC and support. Index POC to server in preparation for loading to database. Record POC in database. Respond to emails confirming receipt. Respond to call, record same.
Marie Jackson	11-Mar-20	3.6	Index POC to server in preparation for loading to database. Load POC to database. Respond to emails confirming receipt of same. Respond to calls. Load documents to website.
Marie Jackson	12-Mar-20	4.1	Index POC to server in preparation for loading to database. Update database with POC received. Respond to emails confirming receipt of POC.
Marie Jackson	13-Mar-20	4.8	Respond to emails confirming receipt of POC. Index POC to server in preparation for loading to database. Load POC to database. Respond to other misc emails.

Person	Date	Hours	Description
Marie Jackson Total		23.9	
Marites Carandang	12-Mar-20	0.1	Post bank adjustment re: Feb/20 bank rec.
Marites Carandang Total		0.1	
Grand Total		**121.8**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500004930
Please include this number with payment

Invoice Date:	April 17, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the week ended March 20, 2020.

		Net	Tax	Rate	Tax Amount	**CAD** Total
Fee		70,283.00				
Courtesy Discount		-5,000.00				
Subtotal		65,283.00	HST	13 %	8,486.79	73,769.79
Expenses		81.95	HST	13 %	10.65	92.60
		65,364.95			**8,497.44**	**73,862.39**
Invoice summary		**65,364.95**				
Tax :	13% HST				8,497.44	
Total:		**65,364.95**			**8,497.44**	**73,862.39**

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to March 20, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	9.4	770	7,238.00
Karen Fung	Vice President/ Senior Manager	29.2	585	17,082.00
Jason Marley	Vice President/ Senior Manager	19.0	585	11,115.00
Greg McDonald	Manager	39.8	410	16,318.00
Kathleen Delicaet	Manager	18.5	410	7,585.00
Marie Jackson	Paraprofessional	39.8	275	10,945.00
Subtotal		**155.7**		**$ 70,283.00**

Courtest Discount	$	(5,000.00)
Subtotal	$	65,283.00

Disbursements

Transportation, Design Services		81.95
Total Disbursements	**$**	**81.95**
HST @ 13%		8,497.44
Total Invoice	**$**	**73,862.39**

Person	Date	Hours	Description
Alex Morrison	16-Mar-20	2.9	Call with Katz Group/TGF re: SISP; weekly update call with AgMedica/TGF; call to BLG re: SISP; EDF claim; BTMI agreement/email from Vince Dore; Flower and Katz NDA
Alex Morrison	17-Mar-20	1.5	emails on Katz Group and Flower corporation; waiver on London Property sale; update call with SISP on Jason; conference call with AgMedica management team; emails with TGF/ call with Greg
Alex Morrison	18-Mar-20	3.0	email with Stabilis; call with BLG re: SISP deadline dates; conference call with Katz/Flowr re: SISP; conference call with Agmedica Founders re: SISP; weekly DIP Lender cash flow report; call with Trevor re: SISP; call with Rebecca Re: SISP
Alex Morrison	19-Mar-20	0.5	communication to SISP participants to extend the Phase 1 Deadline; email from prospective bidder; Karen re: claims process and cash flow
Alex Morrison	20-Mar-20	1.5	DIP Advance Notice; email with Blakes re: SISP deadline extension; claims process update meeting; update call with Trevor
Alex Morrison Total		9.4	
Greg McDonald	16-Mar-20	6.4	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments;
Greg McDonald	17-Mar-20	9.8	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues
Greg McDonald	18-Mar-20	7.3	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues; Claim Process Setup
Greg McDonald	19-Mar-20	10.8	Approve & Track Payments; Calls with Suppliers to resolve payment issues; Claims Process
Greg McDonald	20-Mar-20	5.5	Approve & Track Payments; Claims Process Administration
Greg McDonald Total		39.8	
Jason Marley	15-Mar-20	0.5	Buyer Communications / NDAs
Jason Marley	16-Mar-20	0.5	Review of 3-way agreement
Jason Marley	16-Mar-20	2.0	Joint Bid / Katz / Flowr / TGF Calls
Jason Marley	16-Mar-20	1.0	Bidder SUmmary
Jason Marley	17-Mar-20	1.0	Buyer Calls
Jason Marley	17-Mar-20	2.0	Founder Meeting Prep / Bidder Summary
Jason Marley	17-Mar-20	1.0	Equipment Teasers
Jason Marley	18-Mar-20	0.5	Data Room
Jason Marley	18-Mar-20	0.5	Timeline Extension Call
Jason Marley	18-Mar-20	1.0	Katz / Flowr Call
Jason Marley	18-Mar-20	1.0	Founders Call
Jason Marley	19-Mar-20	2.0	Equipment Teaser / Management Calls
Jason Marley	19-Mar-20	1.0	Process Update Emails
Jason Marley	19-Mar-20	0.5	Call with Canada House
Jason Marley	20-Mar-20	1.0	Call with Elixxer
Jason Marley	20-Mar-20	1.5	Equipment Teasers
Jason Marley	20-Mar-20	1.0	Buyer Calls / Data Room
Jason Marley	20-Mar-20	1.0	Monitor / Company Updates
Jason Marley Total		19.0	
Karen Fung	14-Mar-20	0.3	AGM - e re Medipharm . 3
Karen Fung	16-Mar-20	1.1	AGM - e_production issues, e_nventory resale. e_cash flow, creditor claims received
Karen Fung	17-Mar-20	0.6	AGM - e_re capacity increase, equipment teasers, Creditor claims, e_re: GMP certifiation
Karen Fung	18-Mar-20	0.3	AGM - review of equipment Teasers
Karen Fung	19-Mar-20	8.0	Claims review, SISP process, Cash Disbursements.
Karen Fung	19-Mar-20	6.6	AGM - review equipment teaser, e_ updates, claims review, review of DIP request,
Karen Fung	20-Mar-20	8.0	Claims review, SISP process, Cash Disbursements.
Karen Fung	20-Mar-20	4.3	AGM - Data room documents, equipment teasers, e re: beverage launch
Karen Fung Total		29.2	
Kathleen Delicaet	16-Mar-20	3.0	Bidder summary preparation and overview of current cannabis market to provide to client
Kathleen Delicaet	17-Mar-20	4.0	Teasers for sale of equipment - weighpack, capping machine, precision batcher
Kathleen Delicaet	18-Mar-20	4.0	Teasers for sale of equipment - weighpack, capping machine, precision batcher

Person	Date	Hours	Description
Kathleen Delicaet	19-Mar-20	3.5	Teasers for sale of equipment - weighpack, capping machine, precision batcher
Kathleen Delicaet	20-Mar-20	4.0	Teasers for sale of equipment - lighting solution, bench system
Kathleen Delicaet Total		18.5	
Marie Jackson	15-Mar-20	1.5	Respond to emails confirming receipt of POC's. Load POC to server in preparation for loading to database.
Marie Jackson	16-Mar-20	14.0	Confirm receipt of POC. Load POC & emails to server in preparation for loading to database. Load POC to database.
Marie Jackson	17-Mar-20	13.0	Confirm receipt of POC via email. Load POC to server in preparation for loading to database. Load POC to database. Update Mgt team on progress. Prepare report of POC received to date. Update POC in database ready for next level review.
Marie Jackson	18-Mar-20	3.2	Update POC to database. Update reconciliation. Created claims reconciliation data sheets.
Marie Jackson	19-Mar-20	8.1	Prepare schedules relating to claim reconciliations. Indexing of same.
Marie Jackson Total		39.8	
Grand Total		**155.7**	

Account	Date	Amount	Description
Train	14-Mar-20	30.00	Train
Train		30.00	
Recharges - Creative Dsgn Svcs	16-Mar-20	51.95	Recharges - Creative Dsgn Svcs
Recharges - Creative Dsgn Svcs Total		51.95	
Grand Total		**81.95**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500004943
Please include this number with payment

Invoice Date:	April 22, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the week ended March 27, 2020.

		Net	Tax	Rate	Tax Amount	CAD Total
Fee		56,444.00	HST	13 %	7,337.72	63,781.72
Expenses		2,769.57	HST	13 %	360.04	3,129.61
		59,213.57			**7,697.76**	**66,911.33**
Invoice summary		**59,213.57**				
Tax :	13% HST				7,697.76	
Total:		**59,213.57**			**7,697.76**	**66,911.33**

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Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to March 27, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	9.5	770	7,315.00
Karen Fung	Vice President/ Senior Manager	34.9	585	20,416.50
Jason Marley	Vice President/ Senior Manager	12.5	585	7,312.50
Greg McDonald	Manager	41.5	410	17,015.00
Kathleen Delicaet	Manager	0.5	410	205.00
Marie Jackson	Paraprofessional	14.1	275	3,877.50
Marites Carandang	Paraprofessional	1.1	275	302.50
Subtotal		**114.1**		**$ 56,444.00**

Disbursements

Transportation, Meal, Hotel		2,438.57
Postage & Shipping		331.00
Total Disbursements	**$**	**2,769.57**
Total Time	$	56,444.00
HST @ 13%		7,697.76
Total Invoice	**$**	**66,911.33**

Person	Date	Hours	Description
Alex Morrison	23-Mar-20	3.5	Call with Jurgen and Jason; due diligence call with Katz groupl; email on SISP from Katz group; email from BLG re: SISP; email from Aird & Berlis re: SISP; London sale waiver; weekly call with AgMedica and TGF; Pre-call re: Katz group management presentation; call with K. Esaw and R. Kennedy re: K Phillips; call re: claims submitted with TGF/Vince
Alex Morrison	24-Mar-20	2.5	weekly flow variance report; wire transfer of 650 Riverview deposit to Stabillis; update with Karen on BMI projects; call with BLG; call with Jason on the SISP; update with Trevor; call with Jurgen/AgMedica/Bill Demers
Alex Morrison	25-Mar-20	2.5	claims summary analysis; email from Aird & Berlis re: K Phillips deby; CBRE email; weekly cash flow reports for DIP lender; call with Greg re: cash flow forecast; email to OGS re: SISP; Stabilis re: SISP
Alex Morrison	26-Mar-20	1.0	London Waiver/emails with Peter; Call with Jurgen/Trevor/Bill Jason; call with Jason/Trevor/Bill re: SISP; email from Dentons re: SISP
Alex Morrison Total		9.5	
Greg McDonald	23-Mar-20	8.4	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process
Greg McDonald	24-Mar-20	9.8	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process
Greg McDonald	25-Mar-20	8.3	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Calls with Suppliers to resolve paymentissues; Claims Process
Greg McDonald	26-Mar-20	8.0	Approve & Track Payments; Claims Process
Greg McDonald	27-Mar-20	7.0	Approve & Track Payments; Claims Process
Greg McDonald Total		41.5	
Jason Marley	23-Mar-20	1.0	Data Room / Process / Bidder Update
Jason Marley	23-Mar-20	0.5	Management Call
Jason Marley	23-Mar-20	1.5	Katz Call / Follow-Up
Jason Marley	24-Mar-20	1.0	Jurgen Calls
Jason Marley	24-Mar-20	1.0	Elixxer call
Jason Marley	24-Mar-20	0.5	Data Room
Jason Marley	25-Mar-20	1.5	Buyer Calls
Jason Marley	25-Mar-20	0.5	CCAA tab Call
Jason Marley	26-Mar-20	1.5	Call with Jurgen / Management Team
Jason Marley	26-Mar-20	1.0	Data Room / Process
Jason Marley	26-Mar-20	0.5	Cannaplex Call
Jason Marley	27-Mar-20	2.0	Buyer calls / Advance of LOI deadline
Jason Marley Total		12.5	
Karen Fung	22-Mar-20	0.4	AGM - review sales forecast e_to Bill.
Karen Fung	23-Mar-20	8.6	AGM - mtg/AGM re: Sales and Ops; mtg: weekly update, mtg: w/ Claims review 2, discussion re: additional data room docs, develop claims summary, CCAA database review, Claims review with AGM, e_ and call with Sale of inventory w sales team, e to secured re: Pmt;
Karen Fung	24-Mar-20	9.7	AGM - Call w/potential bidders; call re: Y/E sales numbers, break even analysis for product return, review of production schedule, cash flow variance and forecast review, drafting claims summary,
Karen Fung	25-Mar-20	5.2	AGM - call re: Review of Sales forecast , Call re: Convertible debt claim, call re: documents for data room; Finalizing pre-filing balances, call re: sale of inventory
Karen Fung	26-Mar-20	8.2	AGM - pre-filing debt summary, call w/ Peter re: creditor claim, claims review and reconciliations, e re: surplus asset sale.
Karen Fung	27-Mar-20	2.8	AGM - review of mailbox re: LOI, e/re: surplus equipment sales. claims process
Karen Fung Total		34.9	
Kathleen Delicaet	22-Mar-20	0.5	Update teasers per client comments
Kathleen Delicaet Total		0.5	
Marie Jackson	23-Mar-20	4.5	Respond to emails confirming receipt of late claims. Update action status for reviewed claims. Prepare reconciliation sheets for review.
Marie Jackson	24-Mar-20	5.8	Update POC to database. Respond to emails confirming receipt of late claims. Index POC to server in preparation for loading to database. Create reconciliation documents relating to claims. Follow up with creditors relating to claims.
Marie Jackson	25-Mar-20	1.1	Respond to emails for late claims. Index to server same, load to database. Update claims/change status.
Marie Jackson	26-Mar-20	0.6	Update documents as requested, NORD.

Person	Date	Hours	Description
Marie Jackson	27-Mar-20	2.1	Changes to claims in database. Reply to emails received. Follow up on action items relating to claims.
Marie Jackson Total		14.1	
Marites Carandang	23-Mar-20	0.1	Email to RBC re: incoming funds as per Karen
Marites Carandang	24-Mar-20	0.3	Write up deposit form, post incoming wire from CBRE
Marites Carandang	24-Mar-20	0.5	Draft wire to Stabilis, email same to Karen/Alex for signature. Discuss wire with Karen & RBC.
Marites Carandang	26-Mar-20	0.2	Email wire confirmation to Karen. Post wire
Marites Carandang Total		1.1	
Grand Total		**114.1**	

Account	Date	Amount	Description
Greg McDonald	27-Mar-20	50.70	Ground Transportation
Greg McDonald	27-Mar-20	390.46	Hotel
Greg McDonald	27-Mar-20	169.87	Ground Transportation
Greg McDonald	27-Mar-20	227.14	Meals - Partially Tax Deductible
Greg McDonald	27-Mar-20	88.27	Ground Transportation
Greg McDonald	27-Mar-20	29.91	Ground Transportation
Greg McDonald	27-Mar-20	390.46	Hotel
Greg McDonald	27-Mar-20	180.17	Ground Transportation
Greg McDonald	27-Mar-20	197.76	Meals - Partially Tax Deductible
Greg McDonald	27-Mar-20	390.46	Hotel
Greg McDonald	27-Mar-20	323.37	Meals - Partially Tax Deductible
Greg McDonald Total		2,438.57	
Postage & Shipping Costs	25-Mar-20	331.00	Postage & Shipping Costs
Postage & Shipping Costs Total		331.00	
Grand Total		**2,769.57**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
111 Heritage Road, Suite 200
Chatham, ON N7M 5W7
Canada

Invoice No.: CA12C500004977
Please include this number with payment

Invoice Date:	April 29, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Statutory advertisement in the Globe and Mail and Chatham Daily for the Claims Process.

		Net	Tax	Rate	Tax Amount	CAD Total
Expenses		3,653.70	HST	13 %	474.98	4,128.68
		3,653.70			**474.98**	**4,128.68**
Invoice summary		**3,653.70**				
Tax :	13% HST				474.98	
Total:		**3,653.70**			**474.98**	**4,128.68**

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Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Advertising Cost

Disbursements

Advertising Cost: Statutory advertisement in the Globe and Mail and Chatham Daily for the Claims Process		3,653.70
Total Disbursements	**$**	**3,653.70**
HST @ 13%		474.98
Total Invoice	**$**	**4,128.68**

Account	Activity Name	Date	Amount	Description
Cossette Media Inc	General	2-Mar-20	3,653.70	Advertising
Cossette Media Inc Total			3,653.70	
Grand Total			**3,653.70**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
229 St Clair St Suite 208
Chatham, ON N7L 3J4
Canada

Invoice No.: CA12C500005009
Please include this number with payment

Invoice Date:	May 04, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the period ended April 3, 2020.

		Net	Tax	Rate	Tax Amount	CAD Total
Fee		48,289.50	HST	13 %	6,277.64	54,567.14
		48,289.50			**6,277.64**	**54,567.14**
Invoice summary		**48,289.50**				
Tax :	13% HST				6,277.64	
Total:		**48,289.50**			**6,277.64**	**54,567.14**

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to April 3, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	7.5	770	5,775.00
Karen Fung	Vice President/ Senior Manager	22.6	585	13,221.00
Jason Marley	Vice President/ Senior Manager	15.5	585	9,067.50
Greg McDonald	Manager	41.6	410	17,056.00
Kathleen Delicaet	Manager	2.5	410	1,025.00
Marie Jackson	Paraprofessional	7.8	275	2,145.00
Subtotal		**97.5**		**$ 48,289.50**

Total Time	$	48,289.50
HST @ 13%		6,277.64
Total Invoice	**$**	**54,567.14**

Person	Date	Hours	Description
Alex Morrison	30-Mar-20	2.0	AgMedica conference call with Trevor/Bill/Peter/TGF re: Phase I bids; call with BLG/TGF re: SISP; weekly update call with AgMedica and TGF; call with Trevor re: SISP; email with BLG re: SISP
Alex Morrison	31-Mar-20	2.0	SISP bid summary for Stabilis; call with Trevor and Peter re: 715 Richmond property; Hebolea email from TGF; conference call with Trevor/Peter/Bill/Rebecca/Jason re: SISP bid process letter
Alex Morrison	1-Apr-20	2.0	draft bid process letter; call with Trevor and Pete re: non-care real estate; call with Katz Group; phase 2 of SISP call with Blakes re: phase 2 of SISP; weekly DIP lender cash flow report
Alex Morrison	2-Apr-20	1.0	call with Trevor re: SISP; call with Jason re: SISP; call with BLG re: SISP/email to Stabiliis
Alex Morrison	3-Apr-20	0.5	call with Karen re: HErbolea; press release for beverages
Alex Morrison Total		7.5	
Greg McDonald	30-Mar-20	8.4	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Proces
Greg McDonald	31-Mar-20	9.8	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	1-Apr-20	10.3	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	2-Apr-20	6.6	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process
Greg McDonald	3-Apr-20	6.5	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process
Greg McDonald Total		41.6	
Jason Marley	28-Mar-20	1.0	LOI Review / Summary Planning
Jason Marley	29-Mar-20	1.0	LOI Summary Review
Jason Marley	30-Mar-20	0.5	Equipment Sales
Jason Marley	30-Mar-20	1.5	LOI Review Call / Equipment Sales / Call with Alex
Jason Marley	31-Mar-20	1.0	Round 2 Calls
Jason Marley	31-Mar-20	2.0	Bidder Strategy / LOI Summary / Data Room sanitizing
Jason Marley	1-Apr-20	1.5	Phase 2 Bidder Calls
Jason Marley	1-Apr-20	1.5	Process Letters / Buyer Emails / Updates
Jason Marley	2-Apr-20	0.5	Round 2 Process Call
Jason Marley	2-Apr-20	1.0	Katz Information Request Call
Jason Marley	2-Apr-20	0.5	Elixxer Info Requests
Jason Marley	2-Apr-20	1.5	Data Room
Jason Marley	3-Apr-20	1.0	Data Room / Info Requests
Jason Marley	3-Apr-20	1.0	Herbolea / Phase 2 Updates
Jason Marley Total		15.5	
Karen Fung	29-Mar-20	5.8	POC reconcilations
Karen Fung	30-Mar-20	5.3	LOI review w/AGM and TGF, AGM Sales force review, Weekly update w/ TGF and AGM, mtg: creditor review, POC review and reconciliation, surplus assets w/ potential buyers, notice from creditor,
Karen Fung	1-Apr-20	3.1	POC review, call w/AGM re: post-filing terminations, CF and variance review call w/ BTMI and AGM re: Contracts and EEs
Karen Fung	2-Apr-20	3.7	potential equipment buyers mtg: re: response to bidders, creditor claims.
Karen Fung	3-Apr-20	4.7	Review of Claims; Mtg w/TGF & AGM re: creditor letter; Mtg/ w/AGM re: claim review , call w/Jason re: Bidders;
Karen Fung Total		22.6	
Kathleen Delicaet	28-Mar-20	2.5	Preparation of Expression of Interest (EOI) Buyer Summary
Kathleen Delicaet Total		2.5	
Marie Jackson	30-Mar-20	3.5	Reply to late claims. Index of same to server in preparation for loading to database. Load POC to database. Update claims in database. Update reconciliations.
Marie Jackson	31-Mar-20	1.2	Update POC to database as directed. Update POC reconciliations as requested. Index new schedules relating to POC's.
Marie Jackson	1-Apr-20	0.5	Respond to emails. Index POC on server in preparation for loading to database.
Marie Jackson	3-Apr-20	2.6	Update POC reconciliations to server as requested. Load POC reconciliations to database as requested. Update claim status in database.
Marie Jackson Total		7.8	
Grand Total		**97.5**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
111 Heritage Road, Suite 200
Chatham, ON N7M 5W7
Canada

Invoice No.: CA12C500005041
Please include this number with payment

Invoice Date:	May 07, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the period ended April 10, 2020.

		Net	Tax	Rate	Tax Amount	**CAD** Total
Fee		44,241.50	HST	13 %	5,751.40	49,992.90
		44,241.50			**5,751.40**	**49,992.90**
Invoice summary		**44,241.50**				
Tax :	13% HST				5,751.40	
Total:		**44,241.50**			**5,751.40**	**49,992.90**

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Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to April 10, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	4.0	770	3,080.00
Karen Fung	Vice President/ Senior Manager	23.1	585	13,513.50
Jason Marley	Vice President/ Senior Manager	13.5	585	7,897.50
Greg McDonald	Manager	36.3	410	14,883.00
Marie Jackson	Paraprofessional	17.7	275	4,867.50
Subtotal		**94.6**		**$ 44,241.50**

Total Time	$	44,241.50
HST @ 13%		5,751.40
Total Invoice	**$**	**49,992.90**

Person	Date	Hours	Description
Alex Morrison	6-Apr-20	2.0	email to Trevor and Rebecca; email with J. Gage re: SISP bids; Ontario retail stove closings due Covid impact; call with TGF to review claims; call with Stabilis re: SISP update; call with Trevor re: non-core real estate; call from D to Counsel
Alex Morrison	7-Apr-20	0.5	call with Trevor re: SISP and non-core Real Estate; call with R. Kennedy re: SISP
Alex Morrison	8-Apr-20	0.5	email with Katz Group email; weekly DIP lender cash flow report
Alex Morrison	9-Apr-20	1.0	call with Jason re: KAtz group call; call with Jason and Rebecca re: SISP status; review of draft plan Sponsorship Agreement
Alex Morrison Total		4.0	
Greg McDonald	6-Apr-20	9.4	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Proces
Greg McDonald	7-Apr-20	7.9	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	8-Apr-20	8.3	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process
Greg McDonald	9-Apr-20	8.7	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process; Sale/Liquidation Analysis
Greg McDonald	10-Apr-20	2.0	Liquidation/Sale Analysis
Greg McDonald Total		36.3	
Jason Marley	5-Apr-20	1.0	Updated Model Review
Jason Marley	6-Apr-20	0.5	Inventory / Videos
Jason Marley	6-Apr-20	1.0	Model Review with Bill
Jason Marley	6-Apr-20	1.0	Contact with Buyers / Phase 2 Update
Jason Marley	7-Apr-20	1.0	Equipment Listing
Jason Marley	7-Apr-20	1.0	Buyer Contact / Call with Owen
Jason Marley	7-Apr-20	1.0	Data Room / Info Requests
Jason Marley	8-Apr-20	0.5	Buyer follow-ups
Jason Marley	8-Apr-20	1.0	Agreement Review
Jason Marley	8-Apr-20	2.0	Equipment Listing / Data Room
Jason Marley	9-Apr-20	0.5	Data Room
Jason Marley	9-Apr-20	1.0	Call with Jurgen / Follow-up Calls with Alex/Rebecca
Jason Marley	9-Apr-20	2.0	Agreement Review and Comment
Jason Marley Total		13.5	
Karen Fung	5-Apr-20	0.2	e_re: Herbolea
Karen Fung	6-Apr-20	5.1	Call w/TGF, EY and AGM re: Claims adjudication, e w/potential bidder, call w/Bill re: Contracts; e_re: restructuring claims and post-filing employee terminations, contacting potential bidders for equipment, e_McCarthy re: claims, emails re: inventory, review of claims
Karen Fung	7-Apr-20	6.6	E_ re: POC reconcilations, senior leadership meeting w/AGM, Daily Claims review call w/AGM, TGF, McCarthy's, EY, POC reconciliation and NORD drafting.
Karen Fung	8-Apr-20	4.6	review transaction contract, e_re:sellign surpluse assets, cshflow revew, drafting NORDs,
Karen Fung	9-Apr-20	5.6	Claims review and Drafting NORDs. daily Claims call , e_ w/AGM, e_w/potential buyers for surplus equipment, e_ w/ claimants for additional information, liquidation analysis.
Karen Fung	10-Apr-20	1.0	e_w/potential buyers for surplus equipment; e_ w/ claimants for additional information
Karen Fung Total		23.1	
Marie Jackson	6-Apr-20	4.3	Update POC reconciliations, ready for next level review.
Marie Jackson	7-Apr-20	1.8	Communicate NORD to recipients as directed. Update database with changes in claim status relating to same. Other database changes as requested.
Marie Jackson	8-Apr-20	9.3	Index NORD's as directed. Email same to creditors. Update database with change in claim status. Load NORD's to database. Audit claims received.
Marie Jackson	9-Apr-20	2.3	Request supporting documentation for POC. Index POC to server and load to database. Review POC received to database.
Marie Jackson Total		17.7	
Grand Total		**94.6**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
111 Heritage Road, Suite 200
Chatham, ON N7M 5W7
Canada

Invoice No.: CA12C500005108
Please include this number with payment

Invoice Date:	May 13, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the period ended April 17, 2020.

CAD

		Net	Tax	Rate	Tax Amount	Total
Fee		72,243.00				
Courtesy Discount		-15,000.00				
Subtotal		57,243.00	HST	13 %	7,441.59	64,684.59
		57,243.00			**7,441.59**	**64,684.59**
Invoice summary		**57,243.00**				
Tax :	13% HST				7,441.59	
Total:		**57,243.00**			**7,441.59**	**64,684.59**

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Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to April 17, 2020

Name	Position	Hours	Rate		Fees
Alex Morrison	Senior Vice President/ Partner	8.5	770		6,545.00
Karen Fung	Vice President/ Senior Manager	45.9	585		26,851.50
Jason Marley	Vice President/ Senior Manager	17.5	585		10,237.50
Cecilia Wang	Manager	2.8	410		1,148.00
Greg McDonald	Manager	38.1	410		15,621.00
Kathleen Delicaet	Manager	5.0	410		2,050.00
Marie Jackson	Paraprofessional	34.7	275		9,542.50
Marites Carandang	Paraprofessional	0.1	275		27.50
Cam Bear	Paraprofessional	0.8	275		220.00
Subtotal		**153.4**		**$**	**72,243.00**
Courtesy Discount				**$**	**(15,000.00)**

Subtotal	**$**	**57,243.00**
HST @ 13%		7,441.59
Total Invoice	**$**	**64,684.59**

Person	Date	Hours	Description
Alex Morrison	13-Apr-20	2.0	call with Trevor/Bill/Pete re: post clearing w/c; call from Hillmont re: Katz group reach out; Jason re: working capital need; call with AgMedica/TGF re: weekly update; call with Trevor re: non-care real estate
Alex Morrison	14-Apr-20	1.0	Bidder due diligence request; call with Jurgen and Stabillis; EDF claim
Alex Morrison	15-Apr-20	2.5	S. Graff letter; call with Jason and TGF re: OGS questions; weekly DIP lender cash flow report; call with Katz Group and AgMedica; call with Trevor and Peter re: Tilray; call with R. Kennedy re: claims
Alex Morrison	16-Apr-20	2.5	call with Trevor/Vince/Jason re: BTMI; call with TGF/McCarthy's re:S. Graff letter; conference call with OGS/AgMedica re: due diligence; call with Trevor / Peter re: Tilray
Alex Morrison	17-Apr-20	0.5	call with Trevor/Peter/Vince D. re: Tilray; review of claims summary
Alex Morrison Total		8.5	
Cam Bear	17-Apr-20	0.8	Scan Enbridge cheque, email to Tess and Marie, write up deposit, record, attend bank to make deposit
Cam Bear Total		0.8	
Cecilia Wang	14-Apr-20	2.8	Reviewing claims
Cecilia Wang Total		2.8	
Greg McDonald	13-Apr-20	5.9	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process
Greg McDonald	14-Apr-20	9.3	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	15-Apr-20	9.8	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process
Greg McDonald	16-Apr-20	6.1	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process
Greg McDonald	17-Apr-20	7.0	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process
Greg McDonald Total		38.1	
Jason Marley	13-Apr-20	0.5	Transaction Agreement
Jason Marley	13-Apr-20	1.5	Working Capital / Cash Flow call and analysis
Jason Marley	13-Apr-20	1.0	Call with Jurgen / Follow-up Emails
Jason Marley	14-Apr-20	1.0	OGS Responses
Jason Marley	14-Apr-20	1.0	Call with Bill/Trevor/Karen
Jason Marley	14-Apr-20	0.5	Financial Model / HR
Jason Marley	14-Apr-20	0.5	Data Room
Jason Marley	14-Apr-20	1.0	Katz Responses / Planning
Jason Marley	14-Apr-20	0.5	Stabilis Call
Jason Marley	14-Apr-20	0.5	Transaction Agreement
Jason Marley	15-Apr-20	1.5	Call with Katz Group
Jason Marley	15-Apr-20	1.0	Data room / Response to Bidders
Jason Marley	15-Apr-20	0.5	Call with Rebecca & Alex re: 566 Riverview
Jason Marley	15-Apr-20	0.5	Call with Bill / Model Review / Head Count Review / Financial Statements
Jason Marley	15-Apr-20	1.0	OGS Diligence Response Prep
Jason Marley	16-Apr-20	1.0	OGS Meeting
Jason Marley	16-Apr-20	1.0	BTMI Call / Call with Owen
Jason Marley	16-Apr-20	0.5	Model
Jason Marley	16-Apr-20	0.5	Buyer calls / Call with Trevor / Data Room
Jason Marley	17-Apr-20	0.5	Call with Katz - Financial Model
Jason Marley	17-Apr-20	1.0	Model
Jason Marley	17-Apr-20	0.5	Data Room
Jason Marley Total		17.5	
Karen Fung	12-Apr-20	6.9	Claims review and Drafting NORDs
Karen Fung	13-Apr-20	10.9	Daily claims call w/ TGF, McCarthy, weekly update call w/TGF, AGM, claims review and database, e and call_w/potential buyers for surplus equipment ; email and calls w/Liquidators, e w/Jason re: potential bidders,
Karen Fung	14-Apr-20	13.7	Claims review and POC reconciliations, mtg w/potential buyers for surplus equipment, mtg w/tgf re: transaction agreement,
Karen Fung	15-Apr-20	6.8	daily claims call w/TGF, AGM and McCarthy, call re: EDF claim., drafting claims status summary, e_liquidators, gathering info for liquidators. drafting POC reconciliations and NORDS, reviewing claims.

Person	Date	Hours	Description
Karen Fung	16-Apr-20	5.5	call re: KGP letter, daily claims call w/TGF, AGM and McCarthy, call re: bid deadline extension, email w/liquidators, drafting summary of claims for dataroom, claims review and drafting NORDS
Karen Fung	17-Apr-20	2.1	NORD review, creditor inquiry, e_w/liquidators,
Karen Fung Total		45.9	
Kathleen Delicaet	14-Apr-20	1.0	Due diligence update meeting with client
Kathleen Delicaet	16-Apr-20	3.0	Updating AgMedica Financial Model for Q3 2020 results
Kathleen Delicaet	17-Apr-20	1.0	Updating AgMedica Financial Model for Q3 2020 results
Kathleen Delicaet Total		5.0	
Marie Jackson	13-Apr-20	1.0	Update NORD to database and to sever, email same.
Marie Jackson	14-Apr-20	4.0	Respond to emails, load POC reconciliations to server and update to database. Send NORD out as requested.
Marie Jackson	15-Apr-20	6.5	Update POC reconciliations to server, create PDF's of the same. Load POC reconciliations to database update stage status. Respond to emails. Request POC changes.
Marie Jackson	16-Apr-20	11.5	Update NORD's, email to creditors. Index same to internal server and load to database. Respond to emails. Load revised POC received to internal server and to database.
Marie Jackson	17-Apr-20	11.7	Update NORD to server, load same to database. Index of POC reconciliations. Respond to emails.
Marie Jackson Total		34.7	
Marites Carandang	15-Apr-20	0.1	March/2020 bank rec.
Marites Carandang Total		0.1	
Grand Total		**153.4**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
111 Heritage Road, Suite 200
Chatham, ON N7M 5W7
Canada

Invoice No.: CA12C500005131
Please include this number with payment

Invoice Date:	May 21, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the period ended April 24, 2020.

CAD

		Net	Tax	Rate	Tax Amount	Total
Fee		64,114.00				
Courtesy Discount		-5,000.00				
Total Fee		59,114.00	HST	13 %	7,684.82	66,798.82
		59,114.00			**7,684.82**	**66,798.82**
Invoice summary		**59,114.00**				
Tax :	13% HST				7,684.82	
Total:		**59,114.00**			**7,684.82**	**66,798.82**

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Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to April 24, 2020

Name	Position	Hours	Rate		Fees
Alex Morrison	Senior Vice President/ Partner	7.5	770		5,775.00
Karen Fung	Vice President/ Senior Manager	41.6	585		24,336.00
Jason Marley	Vice President/ Senior Manager	9.5	585		5,557.50
Greg McDonald	Manager	45.3	410		18,573.00
Marie Jackson	Paraprofessional	35.3	275		9,707.50
Marites Carandang	Paraprofessional	0.6	275		165.00
Subtotal		**139.8**		**$**	**64,114.00**
Courtesy Discount				**$**	**(5,000.00)**
Subtotal				**$**	**59,114.00**

Total Time	$	59,114.00
HST @ 13%		7,684.82
Total Invoice	**$**	**66,798.82**

Person	Date	Hours	Description
Alex Morrison	20-Apr-20	2.0	call with Aird & Berlis/TGF re: K. Phillips invest; email from Dentons re: Katz Group; NORD's summary; inventory court summary for SISP; weekly Agmedica/TGF update call; call with Health Canada re: SISP
Alex Morrison	21-Apr-20	1.0	call with A. Macfarlane re: SISP updates; NORD's/email with Karen; call with Karen re: NORD's
Alex Morrison	22-Apr-20	1.0	call with Trevor/Vince re: Tillray; call with R. Kennedy re: Tillray; EDF; weekly DIP lender cash flow report; call with BLG re: Proof of claim
Alex Morrison	23-Apr-20	2.0	Tillray EDI; update call with Karen; call with Jason re: call with Jurgen; call with J. sandrelli re: SISP; call with Trevor/Rebecca re: non-core real estate
Alex Morrison	24-Apr-20	1.5	call with McCarthy's/TGF re: EDF NORD; claim summary update; contract reproduction re: Bell; Karen re: Liquidation analysis; EDF revised NORD
Alex Morrison Total		7.5	
Greg McDonald	20-Apr-20	10.3	Reconcile Cash Statements; DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	21-Apr-20	10.3	Reconcile Cash Statements; DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	22-Apr-20	9.0	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process; Liquidation/Sale Analysis
Greg McDonald	23-Apr-20	9.7	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process; Liquidation/Sale Analysis
Greg McDonald	24-Apr-20	6.0	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process; Liquidation/Sale Analysis
Greg McDonald Total		45.3	
Jason Marley	19-Apr-20	0.5	Data Room / BTMI
Jason Marley	20-Apr-20	0.5	Wayland / Data Room
Jason Marley	20-Apr-20	0.5	Buyer Communications
Jason Marley	21-Apr-20	0.5	Data Room / Unsecured Call with Karen
Jason Marley	21-Apr-20	1.0	Pre-call with Jurgen / Call with Jurgen & Bill
Jason Marley	21-Apr-20	0.5	OGS / Elixxer buyer contact
Jason Marley	22-Apr-20	1.0	Call with Katz re: Model
Jason Marley	22-Apr-20	1.0	Call with OGS re: Data Room and Model
Jason Marley	22-Apr-20	0.5	Equipment / Debrief email with Alex & Rebecca
Jason Marley	23-Apr-20	1.5	Model call with Jurgen/Justin
Jason Marley	23-Apr-20	1.0	Equipment sales / call with Alex / Call with Karen
Jason Marley	24-Apr-20	1.0	Data room / Buyers
Jason Marley Total		9.5	
Karen Fung	19-Apr-20	6.2	Claims summary, liquidator discussion, Claims review and NORDs, creditor inquiries
Karen Fung	20-Apr-20	10.6	Claims and NORD review, daily call w/TGF & McCarthy & AGM, weekly call, w/AGM, TFG, call w/A&B, TGF and MCCarthy re: KGP
Karen Fung	21-Apr-20	7.4	daily claims call 1.2; e _liquidator and analysis, vacation pay discussion, Claims review and NORD drafting, selling equipment, cash variance review
Karen Fung	22-Apr-20	4.2	daily Claims call 1 e re: suprlus assets sale, NORD finalization and mailing, engagement letter for liquidation analysis, info for liquidator, cash flow review
Karen Fung	23-Apr-20	10.3	call w/supplier; Review Bills items,create NORDs Update summary of claims; call w/Bill ; review NORDS, call w/Sales team, e_w/liquidators, e surplus asset bidders
Karen Fung	24-Apr-20	2.9	daily Claims review .5; call w/McCarthy, TGF re: EDF,.7; call w/Trevor re: EDF nord and letter .1, summary of claims draft .4, call w/Greg re: liquidation analysis . 6 surplus equipment email .1, call and e w/century re: liquidation of 715 proposal .4; e w/creditors re: claims .1
Karen Fung Total		41.6	
Marie Jackson	18-Apr-20	3.0	Send emails relating to POC Director changes. Respond to emails relating to requests for POC changes. Load same to server and to database. Load POC reconciliations to database. Update call log.
Marie Jackson	20-Apr-20	9.0	Load POC reconciliations to server and to database. Send NORD to creditors as requested, load same to database update status. Respond to emails. Load revised POC received to server and to database.
Marie Jackson	21-Apr-20	7.8	Respond to emails. Load revised POC received to server and to database. Update POC reconciliations to server and load to database. Request additional documentation for POC. Request changes to POC.
Marie Jackson	22-Apr-20	7.9	Update NORD's, email same to creditors, load to database. Respond to emails. Load POC reconciliations to server and to database. Respond to calls. Request change to POC.

Person	Date	Hours	Description
Marie Jackson	23-Apr-20	7.1	Update Proof of Claim reconciliations to database. Sanitize NORD's, forward to creditors, load to database. Respond to calls, respond to emails. Load revised POC to server and database.
Marie Jackson	24-Apr-20	0.5	Update POC reconciliations to database. Loading revised POC to server and loading to database.
Marie Jackson Total		35.3	
Marites Carandang	20-Apr-20	0.3	Draft wire to AgMedica, email same to Karen for signature.
Marites Carandang	21-Apr-20	0.2	Email wire confirmation to Karen/Greg. Post wire transfer to AgMedica Company account
Marites Carandang	21-Apr-20	0.1	Post bank adjustments for March 2020 bank rec.
Marites Carandang Total		0.6	
Grand Total		**139.8**	

Person	Date	Hours	Description
Alex Morrison	20-Apr-20	2.0	call with Aird & Berlis/TGF re: K. Phillips invest; email from Dentons re: Katz Group; NORD's summary; inventory court summary for SISP; weekly Agmedica/TGF update call; call with Health Canada re: SISP
Alex Morrison	21-Apr-20	1.0	call with A. Macfarlane re: SISP updates; NORD's/email with Karen; call with Karen re: NORD's
Alex Morrison	22-Apr-20	1.0	call with Trevor/Vince re: Tillray; call with R. Kennedy re: Tillray; EDF; weekly DIP lender cash flow report; call with BLG re: Proof of claim
Alex Morrison	23-Apr-20	2.0	Tillray EDI; update call with Karen; call with Jason re: call with Jurgen; call with J. sandrelli re: SISP; call with Trevor/Rebecca re: non-core real estate
Alex Morrison	24-Apr-20	1.5	call with McCarthy's/TGF re: EDF NORD; claim summary update; contract reproduction re: Bell; Karen re: Liquidation analysis; EDF revised NORD
Alex Morrison Total		7.5	
Greg McDonald	20-Apr-20	10.3	Reconcile Cash Statements; DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	21-Apr-20	10.3	Reconcile Cash Statements; DIP Cash Flow Budget; DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	22-Apr-20	9.0	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process; Liquidation/Sale Analysis
Greg McDonald	23-Apr-20	9.7	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process; Liquidation/Sale Analysis
Greg McDonald	24-Apr-20	6.0	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process; Liquidation/Sale Analysis
Greg McDonald Total		45.3	
Jason Marley	19-Apr-20	0.5	Data Room / BTMI
Jason Marley	20-Apr-20	0.5	Wayland / Data Room
Jason Marley	20-Apr-20	0.5	Buyer Communications
Jason Marley	21-Apr-20	0.5	Data Room / Unsecured Call with Karen
Jason Marley	21-Apr-20	1.0	Pre-call with Jurgen / Call with Jurgen & Bill
Jason Marley	21-Apr-20	0.5	OGS / Elixxer buyer contact
Jason Marley	22-Apr-20	1.0	Call with Katz re: Model
Jason Marley	22-Apr-20	1.0	Call with OGS re: Data Room and Model
Jason Marley	22-Apr-20	0.5	Equipment / Debrief email with Alex & Rebecca
Jason Marley	23-Apr-20	1.5	Model call with Jurgen/Justin
Jason Marley	23-Apr-20	1.0	Equipment sales / call with Alex / Call with Karen
Jason Marley	24-Apr-20	1.0	Data room / Buyers
Jason Marley Total		9.5	
Karen Fung	19-Apr-20	6.2	Claims summary, liquidator discussion, Claims review and NORDs, creditor inquiries
Karen Fung	20-Apr-20	10.6	Claims and NORD review, daily call w/TGF & McCarthy & AGM, weekly call, w/AGM, TFG, call w/A&B, TGF and MCCarthy re: KGP
Karen Fung	21-Apr-20	7.4	daily claims call 1.2; e _liquidator and analysis, vacation pay discussion, Claims review and NORD drafting, selling equipment, cash variance review
Karen Fung	22-Apr-20	4.2	daily Claims call 1 e re: suprlus assets sale, NORD finalization and mailing, engagement letter for liquidation analysis, info for liquidator, cash flow review
Karen Fung	23-Apr-20	10.3	call w/supplier; Review Bills items,create NORDs Update summary of claims; call w/Bill ; review NORDS, call w/Sales team, e_w/liquidators, e surplus asset bidders
Karen Fung	24-Apr-20	2.9	daily Claims review .5; call w/McCarthy, TGF re: EDF,.7; call w/Trevor re: EDF nord and letter .1, summary of claims draft .4, call w/Greg re: liquidation analysis . 6 surplus equipment email .1, call and e w/century re: liquidation of 715 proposal .4; e w/creditors re: claims .1
Karen Fung Total		41.6	
Marie Jackson	18-Apr-20	3.0	Send emails relating to POC Director changes. Respond to emails relating to requests for POC changes. Load same to server and to database. Load POC reconciliations to database. Update call log.
Marie Jackson	20-Apr-20	9.0	Load POC reconciliations to server and to database. Send NORD to creditors as requested, load same to database update status. Respond to emails. Load revised POC received to server and to database.
Marie Jackson	21-Apr-20	7.8	Respond to emails. Load revised POC received to server and to database. Update POC reconciliations to server and load to database. Request additional documentation for POC. Request changes to POC.
Marie Jackson	22-Apr-20	7.9	Update NORD's, email same to creditors, load to database. Respond to emails. Load POC reconciliations to server and to database. Respond to calls. Request change to POC.

Person	Date	Hours	Description
Marie Jackson	23-Apr-20	7.1	Update Proof of Claim reconciliations to database. Sanitize NORD's, forward to creditors, load to database. Respond to calls, respond to emails. Load revised POC to server and database.
Marie Jackson	24-Apr-20	0.5	Update POC reconciliations to database. Loading revised POC to server and loading to database.
Marie Jackson Total		35.3	
Marites Carandang	20-Apr-20	0.3	Draft wire to AgMedica, email same to Karen for signature.
Marites Carandang	21-Apr-20	0.2	Email wire confirmation to Karen/Greg. Post wire transfer to AgMedica Company account
Marites Carandang	21-Apr-20	0.1	Post bank adjustments for March 2020 bank rec.
Marites Carandang Total		0.6	
Grand Total		**139.8**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
111 Heritage Road, Suite 200
Chatham, ON N7M 5W7
Canada

Invoice No.: CA12C500005147
Please include this number with payment

Invoice Date:	May 26, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the period ended May 1, 2020.

		Net	Tax	Rate	Tax Amount	**CAD** Total
Fee		57,641.00	HST	13 %	7,493.33	65,134.33
		57,641.00			**7,493.33**	**65,134.33**
Invoice summary		**57,641.00**				
Tax :	13% HST				7,493.33	
Total:		**57,641.00**			**7,493.33**	**65,134.33**

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Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to May 1, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	9.0	770	6,930.00
Karen Fung	Vice President/ Senior Manager	30.5	585	17,842.50
Jason Marley	Vice President/ Senior Manager	15.0	585	8,775.00
Greg McDonald	Manager	42.6	410	17,466.00
Marie Jackson	Paraprofessional	24.1	275	6,627.50
	Subtotal	**121.2**		**$ 57,641.00**

Total Time	$	57,641.00
HST @ 13%		7,493.33
Total Invoice	**$**	**65,134.33**

Person	Date	Hours	Description
Alex Morrison	27-Apr-20	2.0	call with R. Kennedy re: OGS email/EDF claim; call with R. Kennedy/Trevor re: SISP; weekly update call with AgMedica and TGF; call with Blakes re: OGS about the SISP; call with Trevor/Jason/Rebecca re: SISP; call with Trevor/Jason/rebecca re: Katz group joint bid
Alex Morrison	28-Apr-20	2.0	call with Trevor/Rebecca/Jason re: bidder status; EDF NORD; call with J. Sandrelli/R. Kennedy re: SISP deadline extension request; Stone Quest NORD; call with Jason /R. Kennedy re: Elixer SISP
Alex Morrison	29-Apr-20	3.0	call with B. Demers re: SISP update with Jason; liquidation analysis; update call with Trevor; Bill process letter; call with Trevor/Jason/Rebecca re: SISP; call to BLG re: SISP; auctioneer proposals
Alex Morrison	30-Apr-20	1.5	call with BLG re: Stabilis comment to SISP extension; call with S. Graff re: SISP Bid deadline extension; Lender property email re: roof leak; stabillis email re: proof of claim/call with Karen; DIP lender cash flow forecast
Alex Morrison	1-May-20	0.5	call with Trevor on SISP timing and potential Denmark project sale; email from Aird & Berlis
Alex Morrison Total		9.0	
Greg McDonald	27-Apr-20	9.5	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Proces
Greg McDonald	28-Apr-20	9.3	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process; Liquidation/Sale Analysis
Greg McDonald	29-Apr-20	8.7	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	30-Apr-20	9.6	Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	1-May-20	5.5	Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald Total		42.6	
Jason Marley	27-Apr-20	0.5	Call with Blakes
Jason Marley	27-Apr-20	1.0	Buyer Contact / Data Room / Creditors / Admin Charge
Jason Marley	27-Apr-20	0.5	Katz Update Call
Jason Marley	27-Apr-20	1.0	Calls from Jurgen / Strategy around feedback
Jason Marley	27-Apr-20	0.5	Call with Alex / Rebecca / Trevor
Jason Marley	28-Apr-20	0.5	Call with Bizcorp (Katz Financing)
Jason Marley	28-Apr-20	0.5	Bidder communication drafting
Jason Marley	28-Apr-20	2.0	Calls with Alex/Rebecca/Trevor
Jason Marley	28-Apr-20	1.0	Buyer Contact
Jason Marley	29-Apr-20	2.0	Buyer Contact / Update distribution / Letter Prep
Jason Marley	29-Apr-20	1.0	Updates with Bill
Jason Marley	29-Apr-20	1.5	Review of Process Letter Update / Call with Alex and Rebecca
Jason Marley	30-Apr-20	0.5	New Buyer Process
Jason Marley	30-Apr-20	0.5	Buyer Discussions / Data Room
Jason Marley	30-Apr-20	0.5	Update Emails
Jason Marley	1-May-20	1.0	Financial Model Review / Call with Trevor & Bill
Jason Marley	1-May-20	0.5	INFOR Call
Jason Marley Total		15.0	
Karen Fung	27-Apr-20	4.7	Summary of Claims e w/Jason, Review of KPMG NORD and email w/TGF. Call w/KPMG, Medcan discussion, NORD issuance, Disbursement review, liquidation proposal, Claims review, E re: Alberta Returns, e/Deb, Liquidation Review
Karen Fung	28-Apr-20	7.6	drafting NORDS, NORD review, senior leadership call,daily claims call, Liquidation Review,
Karen Fung	29-Apr-20	9.2	Dispute review, liquidation review, daily claims call, call w/AGM re: Acuction, call w/Century re: Auction process and contract, e _ re: Alberta returns, POC reconciliation, NDA, sale of surplus inventory, e_w/claimants, call w/ ALGC re: return, Cash flow forecast and Variance,claims review, NORD review
Karen Fung	30-Apr-20	6.5	e_ re: Liquidators, e_AGM re: cash flow, CF review, e/AGM, Document review for Claims, review of Bid Process extension, e and service list re: Bid process extention, liquidation, call w/ Decible re: Surplus inventory, NORDS, claims summary
Karen Fung	1-May-20	2.5	Claims review, Daily claims review call, call re: DIP calculation w/stabilis,
Karen Fung Total		30.5	
Marie Jackson	27-Apr-20	0.5	Update and index POC reconciliations as requested, load to database. Update NORD's as requested send to creditor, update database with documentation relating to the same.

Person	Date	Hours	Description
Marie Jackson	28-Apr-20	7.5	Respond to emails and calls from creditors. Index revised POC to server and to database. Update schedules for Disclaimed contracts. Update schedules for employees confirming POC notifications.
Marie Jackson	29-Apr-20	5.4	Respond to emails. Index NORD's to database along with confirmation of emails. Index POC reconciliations to database. Compare accepted claims against POC received.
Marie Jackson	30-Apr-20	6.2	Follow up on missing information relating to claims submitted with creditors. Respond to emails. Review documentation to database.
Marie Jackson	1-May-20	4.5	Respond to emails. Index NORD's sent to database along with confirmation of mailing. Index POC reconciliations to database as requested.
Marie Jackson Total		24.1	
Grand Total		**121.2**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
111 Heritage Road
Suite 200
Chatham, ON N7M 5W7
Canada

Invoice No.: CA12C500005207
Please include this number with payment

Invoice Date:	June 03, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the period ended May 8, 2020.

		Net	Tax	Rate	Tax Amount	CAD Total
Fee		43,666.50	HST	13 %	5,676.65	49,343.15
Expenses		262.20	HST	13 %	34.09	296.29
		43,928.70			**5,710.74**	**49,639.44**
Invoice summary		**43,928.70**				
Tax :	13% HST				5,710.74	
Total:		**43,928.70**			**5,710.74**	**49,639.44**

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GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to May 8, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	4.5	770	3,465.00
Karen Fung	Vice President/ Senior Manager	18.3	585	10,705.50
Jason Marley	Vice President/ Senior Manager	8.0	585	4,680.00
Greg McDonald	Manager	45.1	410	18,491.00
Marie Jackson	Paraprofessional	23.0	275	6,325.00
Subtotal		**98.9**		**$ 43,666.50**

Disbursements

Ground Transportation		262.20
Total Disbursements	**$**	**262.20**
Total Time	$	43,666.50
HST @ 13%		5,710.73
Total Invoice	**$**	**49,639.43**

Person	Date	Hours	Description
Alex Morrison	4-May-20	1.0	call with BLG re: Stabillis proof filing; call with Andy/Trevor re: Danish customer; weekly update call with AgMedica/TGF; Century equiptment liquidation analysis
Alex Morrison	5-May-20	1.5	call with TGF/BLG re: auction of surplus equiptment; call with Jason Marley re: SISP update; call from proespective real estate purchaser; TGF letter to Herbolen in response to loan payment; call with R. Kennedy re: SISP
Alex Morrison	6-May-20	1.0	Call with J. Sandrelli/R. Kennedy; call with Danish potential customer with Andy & Trevor; weekly DIP lender cash flow forecast.
Alex Morrison	7-May-20	1.0	call with BLG/TGF re: Stabilis consent on action of equiptment proceeds; update with Karen
Alex Morrison Total		4.5	
Greg McDonald	4-May-20	9.5	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Proces
Greg McDonald	5-May-20	9.3	Approve & Track Payments; Claims Process; Review Claims; Calls with Lawyers Re: Claims Process; Liquidation/Sale Analysis
Greg McDonald	6-May-20	10.0	DIP Cash Flow Budget; DIP Variance Analysis Preparation; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	7-May-20	9.6	Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	8-May-20	6.7	Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald Total		45.1	
Jason Marley	4-May-20	1.0	Call with Jurgen / Data Room / Jurgen responses
Jason Marley	5-May-20	1.0	Buyer Calls / Chasing emails
Jason Marley	5-May-20	1.0	Call with Bill / Karen and data room management
Jason Marley	6-May-20	2.0	Calls with Bill / Trevor / Andy & Data Room
Jason Marley	7-May-20	1.0	Data Room / Buyer Calls
Jason Marley	8-May-20	1.0	Call with Jurgen / Follow-ups
Jason Marley	8-May-20	1.0	Buyer Chasing / Data Room Analysis
Jason Marley Total		8.0	
Karen Fung	2-May-20	0.2	Summary of Claims
Karen Fung	4-May-20	3.8	call w/Stabilis re: NORD, weekly call w/AGM and TGF, e_ re: Auction, review of Equipment liquidation analysis, Claims review, email w/ claimants to resolve claims
Karen Fung	5-May-20	4.6	call w/stabilis re: NORD calculation, Senior leadership call, daily claims call and dispute review, call re: data room material, communication w/claimants re: dispute resolution, drafting resolutions, cash flow forecast and variance
Karen Fung	6-May-20	4.3	daily claims call, call w_Creditor counsel, cash flow forecast and variance analysis, e_w/Auctioneers, e_to creditors re: laptop, NORDs, dispute resolution
Karen Fung	7-May-20	0.2	e_claimaints
Karen Fung	8-May-20	5.2	Claims Summary, e_claimants re: dispute resolutions. call w/Director's Counsel, claims review, e_Rebecca, Daily claims call
Karen Fung Total		18.3	
Marie Jackson	4-May-20	3.5	Respond to emails. Index POC reconciliations to server and to database, update stage status. Review NORD's to database.
Marie Jackson	5-May-20	4.5	Respond to emails. Update call log with calls received. Email NORD's, update database, change stage of claim. Update POC reconciliations to server and to database. Index documents to database as requested.
Marie Jackson	6-May-20	7.1	Update NORD documentation. Email NORD's, index same to server and then to database. Index POC reconciliations to server then loading of same to database. Email POC to recently terminated employees. Load revised POC received to server and to database. Respond to emails.
Marie Jackson	7-May-20	4.7	Respond to emails. Prepare documents of NORD for legal review. Index POC reconciliation documents to server and to database. Request POC changes. Index Notice of Dispute as received.
Marie Jackson	8-May-20	3.2	Respond to emails confirm receipt of documents. Index POC to server then load to database. Request revised POC for minor changes.
Marie Jackson Total		23.0	
Grand Total		**98.9**	

Account	Date	Amount	Description
Greg McDonald	6-May-20	262.20	Ground Transportation
Greg McDonald Total		262.20	
Grand Total		**262.20**	

Ernst & Young Inc.
Toronto, ON

Invoice

AgMedica Bioscience Inc
111 Heritage Road, Suite 200
Chatham, ON N7M 5W7
Canada

Invoice No.: CA12C500005231
Please include this number with payment

Invoice Date:	June 08, 2020
Due Date:	Upon receipt
Client No.:	0011921966
Engagement No.:	E-65461559

Remit To:
P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5
A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

For professional services rendered for the period ended May 15, 2020.

		Net	Tax	Rate	Tax Amount	**CAD** Total
Fee		36,039.00	HST	13 %	4,685.07	40,724.07
		36,039.00			**4,685.07**	**40,724.07**
Invoice summary		**36,039.00**				
Tax :	13% HST				4,685.07	
Total:		**36,039.00**			**4,685.07**	**40,724.07**

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:
Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

AgMedica Bioscience Inc.

Summary of Professional Fees to May 15, 2020

Name	Position	Hours	Rate	Fees
Alex Morrison	Senior Vice President/ Partner	3.5	770	2,695.00
Karen Fung	Vice President/ Senior Manager	18.4	585	10,764.00
Jason Marley	Vice President/ Senior Manager	11.5	585	6,727.50
Greg McDonald	Manager	33.0	410	13,530.00
Kathleen Delicaet	Manager	0.5	410	205.00
Marie Jackson	Paraprofessional	7.5	275	2,062.50
Marites Carandang	Paraprofessional	0.2	275	55.00
Subtotal		**74.6**		**$ 36,039.00**

Total Time	$	36,039.00
HST @ 13%		4,685.07
Total Invoice	**$**	**40,724.07**

Person	Date	Hours	Description
Alex Morrison	11-May-20	1.0	Claims summary; call with Jason/Karen re: OGS liquidation analysis; weekly update call with AgMedica and TGF; Kubota equipment
Alex Morrison	12-May-20	1.0	email from CBRE re: London Sale; update with Karen on cash flows; EDF notice of dispute
Alex Morrison	13-May-20	0.5	weekly DIP lender cash flow report; update on the SISP
Alex Morrison	14-May-20	0.5	call with Trevor/Peter/Jason/Rebecca ree: Katz Group
Alex Morrison	15-May-20	0.5	summary of claims status; call with Rebecca/Jason re: Katz due diligence meeting
Alex Morrison Total		3.5	
Greg McDonald	11-May-20	9.1	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process
Greg McDonald	12-May-20	8.8	Approve Payments & Track Payments; Claims Process; Calls with Lawyers Re: Claims Process
Greg McDonald	13-May-20	9.1	Reconcile Cash Accounts, DIP Variance Analysis Preparation; Approve Payments & Track Payments; Claims Process
Greg McDonald	14-May-20	3.5	Claims Process; Calls with Creditors on Notice of Disputes
Greg McDonald	15-May-20	2.5	Liquidation Analysis; Update Cash Flow Model based on Sales
Greg McDonald Total		33.0	
Jason Marley	11-May-20	0.5	Call with Bill/Jurgen
Jason Marley	11-May-20	1.0	Data Room / Buyer Document Analysis / Buyer Progression emails
Jason Marley	11-May-20	0.5	Liquidation Analysis - Call with Karen & Bill
Jason Marley	11-May-20	0.5	Liquidation Analysis - Call with Karen & Alex
Jason Marley	12-May-20	0.5	Buyer Reach Out
Jason Marley	12-May-20	0.5	Data Room Updates
Jason Marley	12-May-20	1.5	Responses to Diligence Questions
Jason Marley	13-May-20	2.0	Responses to Katz questions
Jason Marley	13-May-20	1.0	Call with Saad - Intellia Advisors
Jason Marley	13-May-20	1.0	Data Room Document Preparation / Upload
Jason Marley	14-May-20	0.5	Buyer Calls / Process
Jason Marley	14-May-20	0.5	SISP Update Call
Jason Marley	15-May-20	1.5	Diligence Call with Jurgen / Follow-up calls / Discussion
Jason Marley Total		11.5	
Karen Fung	11-May-20	4.9	daily claims and Dispute call, Employee claims priority calculations, call w/Jason & Alex, and Jason and Bill re: liquidation analysis, e_greg re: cash flow and liquidation analysis, Weekly call w/TGF,AGM and EY, call w/bill re: KGP calc., Kubota analysis,e _re: Founder compensation, e_w/Director's counsel
Karen Fung	12-May-20	4.3	Call w/AGLC, call w/bill, review of cash flow forecast, e_disputes and disput review, e_re: exec compensation, disbursement review, e_CRA re: HST refunds, mtg :senior exec w/AGM, e re:Kubota lease
Karen Fung	13-May-20	3.4	Claims and dispute call w/TGF, McCarthy and AGM, call w/creditor re: dispute resolution, draft dispute resolution, claims summary, review of liquidation analysis w/Greg, call w/ Bill
Karen Fung	14-May-20	2.8	Call w/creditors re: dispute items, drafting resolution, e_ re: potential revenue arrangement, e re: Kubota assessment, disbursement review
Karen Fung	15-May-20	3.0	Summary of Claims, Call w/ Rebecca re: Alberta returns and CRA, e_re: potential rental arrangement, review of CBRE report
Karen Fung Total		18.4	
Kathleen Delicaet	13-May-20	0.5	Created a summary of legal entities to add to data-room
Kathleen Delicaet Total		0.5	
Marie Jackson	11-May-20	4.4	Index Notice of Disputes to server, load to database. Finalize NORDs for mailing. Email NORD's to respective creditors. Load to database and update stage.
Marie Jackson	12-May-20	1.2	Respond to email. Load POC's received to server and to database.
Marie Jackson	13-May-20	1.3	Respond to emails. Load POC's received along with supporting documentation to server then to database. Index other supporting documents received to database and to server.
Marie Jackson	14-May-20	0.6	Respond to emails confirming receipt. Index documents received to server and load to database.
Marie Jackson Total		7.5	
Marites Carandang	11-May-20	0.1	April/20 bank rec.
Marites Carandang	14-May-20	0.1	Post April/20 bank adjustments.

Person	Date	Hours	Description
Marites Carandang Total		0.2	
Grand Total		**74.6**	

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF AGMEDICA BIOSCIENCE INC. et. al.

Court File No: CV-19-612116-0000

ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)

Proceeding commenced at Toronto

AFFIDAVIT OF ALEXANDER MORRISON
(SWORN JUNE 24, 2020)

McCarthy Tétrault LLP
Toronto Dominion Bank Tower
Suite 5300, Box 48
Toronto, ON M5K 1E6
Fax: 416-868-0673

James D. Gage LSO#: 34676I
Tel: 416-601-7539
Email: jgage@mccarthy.ca

Trevor Courtis LSO#: 67715A
Tel: 416-601-7643
Email: tcourtis@mccarthy.ca

Lawyers for the Monitor

DOC#: 20161254

APPENDIX "I"

Fee Affidavit of James D. Gage

Court File No. CV-19-00632052-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT,* R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF **AGMEDICA BIOSCIENCE INC., 2472602 ONTARIO INC., 2642466 ONTARIO INC., 8895309 CANADA INC., WELLWORTH HEALTH CORP., 8050678 CANADA INC., 8326851 CANADA INC., TAVIVAT NATURALS INC., WORLDWIDE BEVERAGE INNOVATIONS INC., UNIQUE BEVERAGES (USA) INC., and ESEELA INC.**

(each an **"Applicant"** and, collectively, the **"Applicants")**

AFFIDAVIT OF JAMES D. GAGE
(sworn June 24, 2020)

I, **JAMES D. GAGE,** of the City of Toronto, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a lawyer qualified to practice law in the Province of Ontario and a partner with McCarthy Tétrault LLP (“**McCarthy's**”), lawyers for Ernst & Young Inc. in its capacity as the monitor of the Applicants in their proceedings under the *Companies' Creditors Arrangement Act* (the “**Monitor**”). As such, I have knowledge of the matters hereinafter deposed to.

2. This affidavit is made in support of a motion for, among other things, the approval of the fees and disbursements of the Monitor and its counsel for the period from February 1, 2020 to April 30, 2020 (the “**Fee Period**”). This affidavit is filed in conjunction with the Monitor's Seventh Report, dated June 24, 2020.

3. The total amount claimed by McCarthy's for the Fee Period (inclusive of HST) is $84,514.31, which includes fees of $73,576 and disbursements of $1,238.55.

4. Attached and marked as **Exhibit "A"** to this Affidavit is (i) a schedule summarizing all invoices rendered by McCarthy's during the Fee Period, including the fees, disbursements, and total fees charged in each invoice (the "**Accounts**"), and (ii) a chart summarizing the respective years of call, hours billed and billing rates of each lawyer at McCarthy's who acted for the Monitor during the Fee Period.

5. True copies of the McCarthy's Accounts for the Fee Period are attached hereto at **Exhibit "B"**.

6. The Accounts and summary charts disclose in detail the name of each person who rendered services, the dates on which the services were rendered, the time spent each day, the rate charged and the total charges for fees, disbursements and taxes.

7. The hourly billing rates charged in the Accounts are comparable to the hourly rates charged by McCarthy's for services rendered in similar proceedings.

8. To the best of my knowledge and given the nature of this proceeding, I believe that the hours and rates in the attached Accounts are reasonable and comparable to other firms in Toronto for work of this nature.

SWORN BEFORE ME (Virtually) on the 24th day of June, 2020. A Commissioner for taking Affidavits Name: Trevor Courtis (LSO# 67715A)	James D. Gage

This is **Exhibit "A"** referred to in the
affidavit of **JAMES D. GAGE**
sworn before me this
24th day of June, 2020

A Commissioner for taking affidavits

Court File No. 19-CV-00632052-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF AGMEDICA BIOSCIENCE INC., 2472602 ONTARIO INC., 2642466 ONTARIO INC., 8895309 CANADA INC., WELLWORTH HEALTH CORP., 8050678 CANADA INC., 8326851 CANADA INC., TAVIVAT NATURALS INC., WORLDWIDE BEVERAGE INNOVATIONS INC., UNIQUE BEVERAGES (USA) INC., and ESEELA INC.

(each an "Applicant" and, collectively, the "Applicants")

Summary of McCarthy Tetrault LLP Fees and Disbursements as Counsel for Ernst & Young Inc., Monitor of the Applicants

Invoice	**Period**	**Fees**	**Disb**	**HST**	**Sub-Total**
3143603B	Ending April 30, 2020	$29,856.00	-	$3,881.28	$33,737.28
3140753	Ending March 31, 2020	$19,912.00	$681.25	$2,671.92	$23,265.17
3136103	Ending February 29, 2020	$23,808.00	$557.30	$3,146.56	$27,511.86
	TOTAL:	$73,576.00	$1,238.55	$9,699.76	**$84,514.31**

COUNSEL ENGAGED	**Call to the Bar**	**2020 Rate**	**Hours Billed**
James D. Gage	1993	$1,190.00	15.4 hours
Tzen-Yi Goh	2002	$880.00	7.2 hours
Heather L. Meredith	2003	$870.00	0.4 hours
Trevor Courtis	2015	$710.00	71.3 hours
Alexander Steele	2018	$560.00	1.3 hours
Danny McMullen	2016	$300.00	2.4 hours
		Total Hours Billed:	98 hours

Law Clerks		**2020 Rate**	**Hours Billed**
Michelle Birmingham		$250.00	0.8 hours
		Total Hours Billed:	0.8 hours

This is **Exhibit "B"** referred to in the
affidavit of **JAMES D. GAGE**
sworn before me this
24th day of June, 2020

A Commissioner for taking affidavits

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

February 24, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882
Invoice No: 3133462

Dear Sir/Madam:

We enclose our invoice for services rendered to January 31, 2020, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: James Gage
Phone: 416-601-7539

Encl.

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Invoice No:	3133462
GST/HST Reg. No:	116532839
Date:	February 24, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882

For Professional Services Rendered for the period ending January 31, 2020

OUR FEES				$	34,746.00
Disbursements	Non-Taxable	$	0.00		
	Taxable		277.00		277.00
				$	35,023.00
HST (ON)	Fees	$	4,516.98		
	Disbursements		36.02		4,553.00
TOTAL DUE ON ABOVE-NOTED MATTER				$	39,576.00

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

Direct Deposit or Wire Transfer Instructions – Bank Information – TD Canada Trust, 55 King Street West, Toronto, Ontario M5K 1A2, Canada, Bank: 004, Transit Number: 10202, Acct No.: 5307124, Swift Code TDOMCATTTOR. Please also fax 416-868-0673 or email TOR-AR@mccarthy.ca with payment details indicating invoice number(s), our client matter number and the lawyers name.

Terms: Invoice payable upon receipt. Interest charged on any unpaid balance at a rate of 1.30% per annum calculated 30 days from invoice date. Any charges not posted to your account by the date of this invoice will be billed at a later date.

3133462B

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

mccarthy tetrault

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Invoice No:	3133462
GST/HST Reg. No:	116532839
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Sr. Vice President

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882

For Professional Services Rendered for the period ending January 31, 2020

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Disbursements	Non-Taxable	$ 0.00	
	Taxable	277.00	277.00
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HST (ON)	Fees	$ 4,516.98	
	Disbursements	36.02	4,553.00
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PLEASE RETURN THIS COPY WITH YOUR REMITTANCE

FEE DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Hours	Description
03/01/20	TAC	2.00	Preparing for and attending SISP approval hearing.
06/01/20	TAC	3.80	Reviewing Guspro lease agreement; reviewing related real property documents; corresponding with J. Gage; research on enforceability of rights of first refusal and options to purchase.
06/01/20	MB	0.60	Obtained copies of parcel registers for property in Chatham-Kent for T. Courtis; email same to T. Courtis; search of VuMap to locate PINs for each property.
06/01/20	JDG	0.20	Emails regarding Chatham property and ROFR issues.
07/01/20	JDG	0.50	Meeting with T. Courtis to discuss preliminary analysis of Guspro lease and related rights; giving instructions to T. Courtis regarding next steps.
07/01/20	TZG	1.20	Email correspondence with D. McMullen re security review; email correspondence with T. Courtis and J. Gage re Guspro lease.
07/01/20	MB	0.30	Obtained copy of parcel register for T. Courtis; email same.
07/01/20	TAC	5.70	Meeting with J. Gage; reviewing relevant documents; research on enforceability of rights of first refusal and options to purchase.
08/01/20	TAC	1.80	Research on enforceability of ROFRs and options to purchase; meeting with J. Gage to discuss issue.
08/01/20	TZG	0.50	Discussion with J. Gage and T. Courtis re option to purchase; discussion with D. Grandilli re option to purchase.
08/01/20	JDG	0.60	Reviewing Guspro lease, property search and related materials; considering issues; discussion with T. Courtis; discussion with T. Goh; note to Monitor.
09/01/20	JDG	0.10	Emails with Monitor regarding Guspro lease, opinion and ROFR.
10/01/20	JDG	0.50	Discussion with T. Courtis; reviewing materials; emails with Monitor.
10/01/20	TAC	0.50	Reviewing information provided by the company regarding 566 Riverview; meeting with J. Gage.
13/01/20	TAC	1.90	Requesting and summarizing parcel registers for 510/566 Riverview; corresponding with J. Gage and A. Morrison.
13/01/20	MB	0.40	Obtained copies of parcel registers with deleted items for T. Courtis.
13/01/20	JDG	0.20	Emails and discussion regarding real estate matters.
13/01/20	TZG	2.10	Email correspondence with D. McMullen re security review; email correspondence with T. Courtis re Guspro lease.
13/01/20	HAJ	0.40	Obtain and review parcel registers and instruments; review and attend to correspondence with T. Goh.
14/01/20	DJM	1.10	Review of additional title and security documents to update preliminary security review chart; delivery of chart and summary email to J. Gage

FEE DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Hours	Description
			and T. Goh.
14/01/20	TZG	0.60	Email correspondence with T. Courtis re Guspro lease.
14/01/20	TAC	1.10	Emails with T. Goh regarding 566 Riverview option; reviewing letter from EDF counsel; reviewing APS for London property; emails with J. Gage.
15/01/20	TAC	0.60	Meeting with J. Gage; telephone conversation with R. Kennedy regarding Guspro lease.
15/01/20	MB	2.50	Email from T. Goh to ascertain what lands encompassed 566 Riverview Drive in 2011; telephone discussion with Chatham tax department; telephone discussion with MPAC; submit online request re same; obtained copies of parcel registers for both 566 and 510 Riverview Drive; obtained copies of transfers; review parcel registers and transfers; discuss same with senior clerk; discussion with T. Goh re same; further conversation with Chatham tax department re creation of municipal address, 510 Riverview Drive; email to T. Goh advising same.
15/01/20	TZG	0.30	Discussion with M. Birmingham re 566 Riverview.
15/01/20	JDG	0.50	Meeting with T. Courtis regarding offer to purchase London property, priorities and lease in respect of Chatham property, security review, sale process and related matters; call with company counsel; emails with working group and reviewing materials and analysis.
16/01/20	JDG	0.20	Reviewing draft monitor report; reviewing draft teaser; emails with working group.
16/01/20	TAC	1.70	Revising monitor's report regarding lights sale agreement; telephone conversation with K. Fung; reviewing teaser.
17/01/20	MB	0.50	Email to MPAC requesting historial information re 566 Riverview Drive, Chatham; emails to and from Chatham re sewer response.
20/01/20	MB	0.50	Prepare MPAC online historial property search request; email same to MPAC.
20/01/20	TAC	3.50	Corresponding with D. McMullen and J. Gage regarding security review; research on Planning Act issue; drafting memo; reviewing draft approval and vesting order.
20/01/20	JDG	0.50	Telephone call with A. Morrison regarding SISP; reviewing preliminary materials relating to security review, and emails with working group; giving instructions to T. Courtis regarding security review and analysis of option and lease.
21/01/20	JDG	0.20	Emails with Monitor regarding SISP contact list; briefly reviewing draft court materials for sale.
21/01/20	TAC	2.40	Drafted memo regarding enforceability of Guspro right of first refusal and option to purchase; revising Monitor's report.
22/01/20	TAC	0.40	Service and filing of Monitor's report re light sale.

FEE DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Hours	Description
23/01/20	TAC	1.50	Reviewing and revising claims procedure order; corresponding with O. Gaffney.
24/01/20	TAC	0.10	Reviewing claims procedure order.
24/01/20	TZG	0.10	Email correspondence with T. Courtis re Guspro lease.
26/01/20	TAC	0.40	Reviewing and commenting on court materials.
27/01/20	AS6	1.50	Prepare for and attend hearing regarding asset sale.
28/01/20	DJM	0.30	Conference call with T. Courtis to discuss existing security review and diligence and next steps with respect to drafting of security opinion.
28/01/20	JDG	1.60	Reviewing draft analysis of Guspro lease, ROFR and option; providing comments to T. Courtis and further analysis to complete; reviewing correspondence from shareholder; reviewing draft Monitor report and providing comments; reviewing appraisal for Chatham facility.
28/01/20	TAC	2.70	Drafting and revising Monitor's report; telephone conversation with D. McMullen regarding security review; meeting with J. Gage regarding memo on option to purchase.
29/01/20	TAC	0.40	Revising Monitor's report; serving and filing.
31/01/20	JDG	0.20	Reading correspondence from counsel to Guspro; email with Monitor and working group.

FEE SUMMARY

Timekeeper Name	Hours	Hourly Rate	Total Hourly Fees
Gage, James	5.30	1,190.00	$ 6,307.00
Goh, Tzen-Yi	4.80	880.00	4,224.00
Courtis, Trevor	30.50	710.00	21,655.00
Steele, Alexander	1.50	560.00	840.00
Birmingham, Michelle	4.80	250.00	1,200.00
Mcdonald, Jaskirt	0.40	250.00	100.00
McMullen, Danny	1.40	300.00	420.00
	48.70		$ 34,746.00

DISBURSEMENT DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Amount	Description
02/01/20		0.25	Copies
06/01/20	MB	67.40	Teraview Services / Name Searches VENDOR: Teranet Inc.; INVOICE#: 01122020; DATE: 01/12/20 - Teranet INV Jan 06 to Jan 12 2020
07/01/20	MB	1.10	Teraview Services / Name Searches VENDOR: Teranet Inc.; INVOICE#: 01122020; DATE: 01/12/20 - Teranet INV Jan 06 to Jan 12 2020
13/01/20	HAJ	143.20	Teraview Services / Name Searches VENDOR: Teranet Inc.; INVOICE#: 20200118; DATE: 01/18/20 - Searches Jan 12 - 18 2020
15/01/20	MB	48.80	Teraview Services / Name Searches VENDOR: Teranet Inc.; INVOICE#: 20200118; DATE: 01/18/20 - Searches Jan 12 - 18 2020
22/01/20	PRNT	3.00	Print Room Binding Supplies and Assembly DPRINTIN
22/01/20	PRNT	2.00	Copies
22/01/20	PRNT	3.50	Copies
27/01/20	JDG	2.50	Copies
27/01/20	JDG	5.25	Copies

DISBURSEMENT SUMMARY

Taxable Y/N	Description		Total Cost
Y	Copies	$	13.50
Y	Print Room Binding Supplies and Assembly		3.00
Y	Teraview Services / Name Searches		260.50
	Total Disbursements	$	277.00

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Invoice No:	3133462
GST/HST Reg. No:	116532839
Date:	February 24, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882

For Professional Services Rendered for the period ending January 31, 2020

OUR FEES				$	34,746.00
Disbursements	Non-Taxable	$	0.00		
	Taxable		277.00		277.00
				$	35,023.00
HST (ON)	Fees	$	4,516.98		
	Disbursements		36.02		4,553.00
TOTAL DUE ON ABOVE-NOTED MATTER				$	39,576.00

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

Direct Deposit or Wire Transfer Instructions – Bank Information – TD Canada Trust, 55 King Street West, Toronto, Ontario M5K 1A2, Canada, Bank: 004, Transit Number: 10202, Acct No.: 5307124, Swift Code TDOMCATTTOR. Please also fax 416-868-0673 or email TOR-AR@mccarthy.ca with payment details indicating invoice number(s), our client matter number and the lawyers name.

Terms: Invoice payable upon receipt. Interest charged on any unpaid balance at a rate of 1.30% per annum calculated 30 days from invoice date. Any charges not posted to your account by the date of this invoice will be billed at a later date.

FILE COPY

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

March 17, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882
Invoice No: 3136103

Dear Sir/Madam:

We enclose our invoice for services rendered to February 29, 2020, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: James Gage
Phone: 416-601-7539

Encl.

mccarthy tetrault

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Invoice No:	3136103
GST/HST Reg. No:	116532839
Date:	March 17, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882

For Professional Services Rendered for the period ending February 29, 2020

OUR FEES				$	23,808.00
Disbursements	Non-Taxable	$	161.00		
	Taxable		396.30		557.30
				$	24,365.30
HST (ON)	Fees	$	3,095.04		
	Disbursements		51.52		3,146.56
TOTAL DUE ON ABOVE-NOTED MATTER				$	27,511.86

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

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Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN$) or T9647U (US$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN$) or T9647U (US$).

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3136103B

McCarthy Tétrault LLP
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Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
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Toronto, ON M5H 0B3

Invoice No:	3136103
GST/HST Reg. No:	116532839
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Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
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For Professional Services Rendered for the period ending February 29, 2020

OUR FEES			$ 23,808.00
Disbursements	Non-Taxable	$ 161.00	
	Taxable	396.30	557.30
			$ 24,365.30
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	Disbursements	51.52	3,146.56
TOTAL DUE ON ABOVE-NOTED MATTER			$ 27,511.86

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Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN$) or T9647U (US$).

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PLEASE RETURN THIS COPY WITH YOUR REMITTANCE

FEE DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Hours	Description
03/02/20	TAC	1.60	Revising memo regarding Guspro ROFR and option; telephone conversation with T. Goh; reviewing comments from J. Gage.
03/02/20	JDG	0.40	Reviewing revised analysis of Guspro lease and providing comments.
03/02/20	TZG	0.50	Telephone conversation with T. Courtis re title matters; review title relating to Guspro lease.
04/02/20	AS6	1.30	Attend Commercial List motion for approval of Claims Procedure Order.
05/02/20	TZG	1.90	Review title to Guspro lands.
05/02/20	TAC	0.60	Corresponding with T. Goh; revising memo; emails with J. Gage.
06/02/20	TAC	0.30	Revised memo on Guspro lease; emails with J. Gage.
06/02/20	JDG	0.20	Reviewing revised analysis of Guspro lease; giving instructions to T. Courtis.
07/02/20	TAC	0.40	Corresponding with R. Kennedy.
12/02/20	TAC	0.10	Arranged for PPSA searches.
12/02/20	SC2	0.50	AgMedica: conduct preliminary NUANS search; search Personal Property Security Act.
14/02/20	TAC	0.60	Reviewing motion materials; discussion with J. Gage.
14/02/20	JDG	1.00	Reviewing draft court materials; giving instructions to T. Courtis regarding security opinion; emails with working group.
16/02/20	TAC	4.50	Reviewing security; drafting security opinion; corresponding with A. Morrison.
18/02/20	TAC	1.90	Drafted security opinion; emails with J. Gage.
18/02/20	JDG	1.10	Giving instructions to T. Courtis regarding approach to security review; reviewing draft opinion letter, considering issues, reviewing materials and providing comments to T. Courtis; reviewing court materials.
18/02/20	RA2	0.40	2477602 Ontario: search index of corporations and order corporation profile report re: security review.
18/02/20	MB	0.50	Email request from T. Courtis; obtained copies of parcel registers for Chatham-Kent and London properties; email same to T. Courtis.
19/02/20	JDG	0.80	Discussions with A. Morrison and T. Courtis regarding security review and related matters; reviewing draft monitor report and providing comments to T. Courtis; emails with EY; reviewing further draft and providing suggestions.
19/02/20	TAC	5.00	Revising Stabilis security opinion to incorporate comments from J. Gage; drafting security opinion with respect to Philipp and Stone Quest security; revising monitor's report in support of proposed distribution; telephone conversations and correspondence with client.

FEE DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Hours	Description
20/02/20	TAC	0.80	Finalized, served and filed monitor's report.
20/02/20	RA2	0.40	1803299 Ontario: search index of corporations; order corporation profile report.
21/02/20	TAC	2.60	Attended hearing to approve 650 Riverview sale; email with J. Gage regarding security review.
26/02/20	TAC	4.00	Revising Stabilis security opinion; drafting Stone Quest/Philipp security opinion; drafting monitor's report; email with J. Gage.
26/02/20	SC2	0.40	STONE QUEST CAPITAL CORP: conduct preliminary NUANS search and order corporation profile report.
29/02/20	TAC	0.30	Corresponding with K. Fung and A. Steele.

FEE SUMMARY

Timekeeper Name	Hours	Hourly Rate	Total Hourly Fees
Gage, James	3.50	1,190.00	$ 4,165.00
Goh, Tzen-Yi	2.40	880.00	2,112.00
Courtis, Trevor	22.70	710.00	16,117.00
Steele, Alexander	1.30	560.00	728.00
Birmingham, Michelle	0.50	250.00	125.00
Antonecchia, Robert	0.80	330.00	264.00
Carbonaro, Stephen	0.90	330.00	297.00
	32.10		$ 23,808.00

DISBURSEMENT DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Amount	Description
03/02/20	KNG	30.00	Teraview Services / Name Searches VENDOR: Teranet Inc.; INVOICE#: 20200209; DATE: 02/09/20
05/02/20	KNG	3.00	Teraview Services / Name Searches VENDOR: Teranet Inc.; INVOICE#: 20200209; DATE: 02/09/20
07/02/20		3.00	Copies
12/02/20	SC2	8.00	Government Fees - (NT) ON PPR Search - Electronic
12/02/20	SC2	8.00	Government Fees - (NT) ON PPR Search - Electronic
12/02/20	SC2	8.00	Government Fees - (NT) ON PPR Search - Electronic
12/02/20	SC2	8.00	Government Fees - (NT) ON PPR Search - Electronic
12/02/20	SC2	8.00	Government Fees - (NT) ON PPR Search - Electronic
12/02/20	SC2	8.00	Government Fees - (NT) ON PPR Search - Electronic
12/02/20	SC2	13.10	Corporate Searches ON PPR Search - Electronic
12/02/20	SC2	13.10	Corporate Searches ON PPR Search - Electronic

DISBURSEMENT DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Amount	Description
12/02/20	SC2	13.10	Corporate Searches ON PPR Search - Electronic
12/02/20	SC2	13.10	Corporate Searches ON PPR Search - Electronic
12/02/20	SC2	13.10	Corporate Searches ON PPR Search - Electronic
12/02/20	SC2	13.10	Corporate Searches ON PPR Search - Electronic
14/02/20	MB	113.00	Government Fees - (NT) VENDOR: Mastercard/Banque Nationale du Canada; INVOICE#: 20200214; DATE: 02/14/20 - gov/nont-tax agent fees ending feb 14 2020 - m birm
18/02/20	MB	202.30	Teraview Services / Name Searches VENDOR: Teranet Inc.; INVOICE#: 20200223; DATE: 02/23/20 - Teraview Disbursements for Period between Feb 17th to 23rd
19/02/20	MB	41.40	Teraview Services / Name Searches VENDOR: Teranet Inc.; INVOICE#: 20200223; DATE: 02/23/20 - Teraview Disbursements for Period between Feb 17th to 23rd
20/02/20	PRNT	0.25	Copies
20/02/20	PRNT	2.00	Copies
20/02/20	PRNT	0.25	Copies
20/02/20	PRNT	8.25	Copies
20/02/20	PRNT	0.25	Copies
20/02/20	PRNT	2.50	Copies
20/02/20	PRNT	5.00	Copies
20/02/20	PRNT	0.50	Copies
20/02/20	PRNT	2.00	Copies
20/02/20	PRNT	0.25	Copies
20/02/20	PRNT	2.50	Copies
20/02/20	PRNT	0.25	Copies
20/02/20	PRNT	0.25	Copies
20/02/20	PRNT	8.25	Copies
20/02/20	PRNT	0.25	Copies
20/02/20	PRNT	5.00	Copies
20/02/20	PRNT	0.25	Copies

DISBURSEMENT SUMMARY

Taxable Y/N	Description		Total Cost
Y	Copies	$	41.00
Y	Teraview Services / Name Searches		276.70
N	Government Fees - (NT)		161.00
Y	Corporate Searches		78.60
	Total Disbursements	$	557.30

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

mccarthy tetrault

April 30, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882
Invoice No: 3140753

Dear Sir/Madam:

We enclose our invoice for services rendered to March 31, 2020, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: James Gage
Phone: 416-601-7539

Encl.

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Invoice No:	3140753
GST/HST Reg. No:	116532839
Date:	April 30, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882

For Professional Services Rendered for the period ending March 31, 2020

OUR FEES			$	19,912.00
Disbursements	Non-Taxable	$ 40.00		
	Taxable	641.25		681.25
			$	20,593.25
HST (ON)	Fees	$ 2,588.56		
	Disbursements	83.36		2,671.92
TOTAL DUE ON ABOVE-NOTED MATTER			$	23,265.17

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

Direct Deposit or Wire Transfer Instructions –TD Canada Trust, 55 King Street West, Toronto, Ontario M5K 1A2, Canada, Bank: 004, Transit Number: 10202, Acct No.: 5307124 (CDN$) or 7349662 (US$), Swift Code TDOMCATTTOR, Canadian Routing No. //CC004 10202. Please email TOR-AR@mccarthy.ca with payment details indicating invoice no.(s), our matter number and the lawyer's name.
Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN$) or T9647U (US$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN$) or T9647U (US$).

Terms: Invoice payable upon receipt. Interest charged on any unpaid balance at a rate of 1.30% per annum calculated 30 days from invoice date. Any charges not posted to your account by the date of this invoice will be billed at a later date.

3140753B

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Invoice No:	3140753
GST/HST Reg. No:	116532839
Date:	April 30, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882

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Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN$) or T9647U (US$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
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PLEASE RETURN THIS COPY WITH YOUR REMITTANCE

FEE DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Hours	Description
02/03/20	TAC	0.60	Meeting with J. Gage re security opinions; reviewing closing documents for 650 Riverview sale.
02/03/20	JDG	0.60	Reviewing revised opinion for Stabilis in relation to sale of 650 Riverview Drive, Chatham; discussion with T. Courtis regarding approach to Philipp and Stone Quest opinions.
03/03/20	JDG	0.40	Reviewing draft court materials and providing comments to Monitor and T. Courtis.
03/03/20	TAC	4.20	Drafting affidavits; meeting with J. Gage re security opinions; revising security opinions; reviewing motion materials; delivering Monitor's Certificate for 650 Riverview closing.
04/03/20	TAC	4.00	Revising Monitor's Report; drafting affidavits; compiling report.
04/03/20	JDG	0.30	Reviewing draft monitor report and providing comments; emails with working group.
05/03/20	JDG	0.20	Emails and reviewing materials and successive drafts of Monitor Report in relation to stay extension, sale and KERP.
05/03/20	TAC	2.90	Finalizing, serving and filing Monitor's Report; telephone conversation with counsel to OGS regarding KERP; telephone conversations with other stakeholders.
08/03/20	TAC	0.80	Drafting report supplement; corresponding with parties regarding orders.
09/03/20	TAC	3.50	Prepared for and attended motion for sale approval, distribution order and stay extension.
10/03/20	TAC	0.10	Updating service list.
11/03/20	TAC	0.60	Meeting with J. Gage; revising security opinions.
11/03/20	JDG	1.50	Reviewing materials regarding security of Stabilis, Stone Quest and Philipp; reviewing revised draft of Stabilis opinion and providing comments; begin reviewing draft Stone Quest / Philipp opinion; meeting with T. Courtis.
11/03/20	DJM	0.80	Review of and providing comments on the draft form of the security opinion with respect to the real property security related to the Stabilis loan documents.
12/03/20	TAC	0.20	Revising security opinions to incorporate comments from D. McMullen.
15/03/20	JDG	0.80	Continuing to review draft opinion and briefly reviewing loan documentation for Stone Quest and Philipp; providing comments T. Courtis.
16/03/20	JDG	0.20	Emails with Monitor regarding miscellaneous issues.
17/03/20	TAC	1.40	Revising security opinion; corresponding with J. Gage and D. McMullen; reviewing mortgage and security documents.

FEE DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Hours	Description
17/03/20	MB	0.30	Receive email from T. Courtis; obtained copy of Standard Charge Terms 200033; email same to T. Courtis.
17/03/20	SC2	0.40	Conduct preliminary NUANS search; order documents from Industry Canada.
18/03/20	DJM	0.30	Conference call with Trevor Courtis to discuss interaction between Stone Quest commitment letter and the provisions of the standard charge terms of the mortgage.
18/03/20	TAC	0.40	Telephone conversation with D. McMullen; corresponding with A. Morrison.
18/03/20	JDG	0.20	Emails with Monitor regarding treatment of secured creditor interest.
19/03/20	TAC	0.70	Revising security opinion; corresponding with J. Gage and D. McMullen.
19/03/20	DJM	1.30	Review of and providing comments on the Stone Quest and Phillipp security opinion and providing those comments to Trevor Courtis.
20/03/20	TAC	0.30	Revising security opinion; corresponding with J. Gage.

FEE SUMMARY

Timekeeper Name	Hours	Hourly Rate	Total Hourly Fees
Gage, James	4.20	1,190.00	$ 4,998.00
Courtis, Trevor	19.70	710.00	13,987.00
Birmingham, Michelle	0.30	250.00	75.00
Carbonaro, Stephen	0.40	330.00	132.00
McMullen, Danny	2.40	300.00	720.00
	27.00		$ 19,912.00

DISBURSEMENT DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Amount	Description
31/01/20	TAC	113.50	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc. (E00); INVOICE#: 94902; DATE: 1/31/20 - Process Reliable
31/01/20	TAC	38.50	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc. (E00); INVOICE#: 94904; DATE: 1/31/20 - Process Services
31/01/20	TAC	38.50	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc. (E00); INVOICE#: 94906; DATE: 1/31/20 - Process Services
18/02/20		11.00	Corporate Searches Cyberbahn - PROFILE REPORT
18/02/20		11.00	Corporate Searches Cyberbahn - PROFILE REPORT
18/02/20		11.00	Corporate Searches Cyberbahn - PROFILE REPORT

DISBURSEMENT DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Amount	Description
18/02/20		8.00	Government Fees - (NT) Cyberbahn - PROFILE REPORT
18/02/20		8.00	Government Fees - (NT) Cyberbahn - PROFILE REPORT
18/02/20		8.00	Government Fees - (NT) Cyberbahn - PROFILE REPORT
19/02/20		4.50	Copies
20/02/20		11.00	Corporate Searches Cyberbahn - PROFILE REPORT
20/02/20		8.00	Government Fees - (NT) Cyberbahn - PROFILE REPORT
21/02/20		0.25	Copies
26/02/20		11.00	Corporate Searches Cyberbahn - PROFILE REPORT
26/02/20		8.00	Government Fees - (NT) Cyberbahn - PROFILE REPORT
27/02/20	TAC	113.50	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc. (E00); INVOICE#: 95266; DATE: 02/27/20 - Process Services
04/03/20	PRNT	0.25	Copies
04/03/20	PRNT	3.75	Copies
04/03/20	PRNT	2.75	Copies
04/03/20	PRNT	2.50	Copies
04/03/20	PRNT	3.00	Copies
04/03/20	PRNT	1.75	Copies
04/03/20	PRNT	0.25	Copies
04/03/20	PRNT	0.75	Copies
04/03/20	PRNT	0.50	Copies
04/03/20	PRNT	0.25	Copies
04/03/20	PRNT	2.00	Copies
04/03/20	PRNT	1.25	Copies
04/03/20	PRNT	0.25	Copies
04/03/20	PRNT	0.25	Copies
04/03/20	PRNT	1.00	Copies
04/03/20	PRNT	0.25	Copies
04/03/20	PRNT	0.25	Copies
04/03/20	TAC	0.75	Copies
04/03/20	TAC	0.50	Copies
05/03/20	PRNT	5.25	Tabs DPRINTIN
05/03/20	PRNT	4.50	Print Room Binding Supplies and Assembly DPRINTIN
05/03/20	TAC	0.25	Copies
05/03/20	PRNT	8.25	Copies
05/03/20	PRNT	24.00	Copies
05/03/20	PRNT	18.00	Copies
05/03/20	PRNT	2.25	Copies
05/03/20	PRNT	4.50	Copies
05/03/20	PRNT	12.00	Copies
05/03/20	PRNT	24.75	Copies
05/03/20	PRNT	15.00	Copies
06/03/20		0.25	Copies

DISBURSEMENT DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Amount	Description
09/03/20	TAC	3.00	Copies
09/03/20	TAC	1.50	Copies
11/03/20	JDG	4.75	Copies
28/03/20	TAC	88.50	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc. (E00); INVOICE#: 95673; DATE: 03/28/20 - Process Servers
28/03/20	TAC	38.50	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc. (E00); INVOICE#: 95674; DATE: 03/28/20 - Process Servers

DISBURSEMENT SUMMARY

Taxable Y/N	Description		Total Cost
Y	Copies	$	145.50
Y	Print Room Binding Supplies and Assembly		4.50
Y	Tabs		5.25
N	Government Fees - (NT)		40.00
Y	Agent's Fee - Process Service		431.00
Y	Corporate Searches		55.00
	Total Disbursements	$	681.25

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

May 29, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882
Invoice No: 3143603

Dear Sir/Madam:

We enclose our invoice for services rendered to April 30, 2020, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: James Gage
Phone: 416-601-7539

Encl.

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Invoice No:	3143603
GST/HST Reg. No:	116532839
Date:	May 29, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882

For Professional Services Rendered for the period ending April 30, 2020

OUR FEES				$ 29,856.00
Disbursements	Non-Taxable	$	0.00	
	Taxable		0.00	0.00
HST (ON)	Fees	$	3,881.28	
	Disbursements		0.00	3,881.28
TOTAL DUE ON ABOVE-NOTED MATTER				$ 33,737.28

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

Direct Deposit or Wire Transfer Instructions –TD Canada Trust, 55 King Street West, Toronto, Ontario M5K 1A2, Canada, Bank: 004, Transit Number: 10202, Acct No.: 5307124 (CDN$) or 7349662 (US$), Swift Code TDOMCATTTOR, Canadian Routing No. //CC004 10202. Please email TOR-AR@mccarthy.ca with payment details indicating invoice no.(s), our matter number and the lawyer's name.
Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN$) or T9647U (US$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN$) or T9647U (US$).

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3143603B

McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

Ernst & Young Inc.
100 Adelaide Street West
31st, Floor
Toronto, ON M5H 0B3

Invoice No:	3143603
GST/HST Reg. No:	116532839
Date:	May 29, 2020

Attention: Alex F. Morrison
Sr. Vice President

Ernst & Young Inc.
Reference: AgMedica CCAA Proceedings
027042-527882

For Professional Services Rendered for the period ending April 30, 2020

OUR FEES			$ 29,856.00
Disbursements	Non-Taxable	$ 0.00	
	Taxable	0.00	0.00
HST (ON)	Fees	$ 3,881.28	
	Disbursements	0.00	3,881.28
TOTAL DUE ON ABOVE-NOTED MATTER			$ 33,737.28

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PLEASE RETURN THIS COPY WITH YOUR REMITTANCE

FEE DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Hours	Description
02/04/20	TAC	0.10	Corresponding with J. Gage.
06/04/20	JDG	1.10	Reviewing revised draft opinion and security documents; giving instructions to T. Courtis; reviewing summary of LOIs and bid from one of the bidders; emails with A. Morrison regarding bids, claims summary and financial matters.
07/04/20	TAC	0.90	Conference call with K. Fung, A. Driedger and V. Dore to review filed claims.
08/04/20	TAC	1.40	Reviewing claims and NORDs.
09/04/20	TAC	1.60	Conference call to review filed claims and notices of revision/disallowance.
13/04/20	TAC	2.50	Reviewing claims; claims review call; corresponding with V. Dore; reviewing form of transaction agreement; corresponding with R. Wortzman.
14/04/20	TAC	1.40	Continuing to review form of transaction agreement; telephone conversation with R. Wortzman and others to discuss form of transaction agreement; corresponding with J. Gage.
14/04/20	JDG	0.90	Reviewing draft form of template transaction agreement for AgMedica bidders; emails with T. Courtis.
15/04/20	TAC	1.70	Claims review; reviewing transaction agreement; corresponding with J. Gage; reviewing letter from S. Graff.
16/04/20	TAC	1.30	Claims review; telephone conversation regarding Philipp letter; drafting NORD.
16/04/20	JDG	0.50	Conference call with Monitor and company counsel.
17/04/20	TAC	2.50	Reviewing claims; reviewing EDF contract and drafting notice of revision; corresponding with A. Driedger; corresponding with K. Fung.
20/04/20	TAC	2.60	Claims review; corresponding with J. Gage; conference call regarding S. Graff letter.
20/04/20	JDG	1.30	Reviewing materials related to relative positions of secured creditors and Philipp interest payments; conference call with company counsel, Philipp counsel and Monitor; reviewing emails and summary regarding EDF claim.
22/04/20	JDG	0.30	Reviewing materials and draft NORD in relation to EDF claim; emails with T. Courtis.
22/04/20	TAC	3.40	Claims review; corresponding with A. Driedger regarding EDF NORD and letter; corresponding with K. Fung.
23/04/20	TAC	1.30	Telephone conversation with J. Gage regarding EDF NORD; revising language; telephone conversation with A. Driedger.
23/04/20	HLM	0.20	Call with J. Gage re: disclaimer.

FEE DETAIL

Date (dd/mm/yy)	Timekeeper Initials	Hours	Description
23/04/20	JDG	1.40	Reviewing materials and revised draft NORD in relation to EDF claim; emails with T. Courtis; telephone call with T. Courtis and further emails; reviewing and reading EDF contract; discussion with H. Meredith; emails with debtor counsel.
24/04/20	JDG	1.10	Reviewing materials in relation to EDF claim and considering approach to disallowance from Monitor perspective; conference call with Monitor and company counsel; telephone call with A. Morrison.
24/04/20	TAC	1.70	Claims review call; corresponding with J. Bell and D. Fenton regarding Muskoka Grown claim; conference call to review EDF NORD; revising EDF NORD.
27/04/20	TAC	3.90	Telephone conversation with KPMG regarding proof of claim; telephone conversation with counsel to Muskoka Grown regarding proof of claim; revising EDF NORD; corresponding with J. Gage and K. Fung.
27/04/20	JDG	0.90	Reviewing revised draft NORD in relation to EDF claim; considering basis for disallowance and providing suggested approach to T. Courtis; emails with T. Courtis; reviewing summary of claims and status.
28/04/20	JDG	0.20	Emails with company counsel and T. Courtis regarding EDF claim and finalizing NORD.
28/04/20	TAC	0.80	Claims review; finalizing and sending EDF NORD.
29/04/20	TAC	0.80	Claims review; corresponding with A. Driedger regarding lease arrears.
30/04/20	TAC	1.00	Corresponding with service list regarding extension to bid deadline; researching and considering default interest issue.

FEE SUMMARY

Timekeeper Name	Hours	Hourly Rate	Total Hourly Fees
Gage, James	7.70	1,190.00	$ 9,163.00
Meredith, Heather L	0.20	870.00	174.00
Courtis, Trevor	28.90	710.00	20,519.00
	36.80		$ 29,856.00

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF AGMEDICA BIOSCIENCE INC. et. al.

Court File No: CV-19-612116-0000

ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)

Proceeding commenced at Toronto

AFFIDAVIT OF JAMES D. GAGE
(SWORN JUNE 24, 2020)

McCarthy Tétrault LLP
Toronto Dominion Bank Tower
Suite 5300, Box 48
Toronto, ON M5K 1E6
Fax: (416) 868-0673

James D. Gage LSO#: 34676I
Tel: 416-601-7539
Email: jgage@mccarthy.ca

Trevor Courtis LSO#: 67715A
Tel: 416-601-7643
email: tcourtis@mccarthy.ca

Lawyers for the Monitor
DOC#: 20484736