



No. S-205095
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

– AND –

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, C. 57, AS AMENDED

– AND –

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
PORT CAPITAL DEVELOPMENT (EV) INC. and EVERGREEN HOUSE DEVELOPMENT
LIMITED PARTNERSHIP

ORDER MADE AFTER APPLICATION
(Stay Extension and Break Fee Approval Order)

BEFORE THE HONOURABLE)
MADAM JUSTICE FITZPATRICK) 1/December/2020

THE APPLICATION of the Petitioners coming on for hearing at Vancouver, British Columbia, by MS Teams, on the 1st day of December 2020; AND ON HEARING Alexandra Andrisoi, counsel for the Petitioners and those other counsel and parties listed on **Schedule "A"** hereto; AND UPON READING the material filed, including the Third Report of Ernst & Young, Inc., in its capacity as court appointed monitor, dated November 27, 2020 and the Confidential Supplement to the Third Report; AND pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36, the British Columbia Supreme Court Civil Rules and the inherent jurisdiction of this Honourable Court;

+ DAVID
GROBER

THIS COURT ORDERS AND DECLARES THAT:

SERVICE

1. The time for service of the Notice of Application filed November 27, 2020 herein be and is hereby abridged such that the Notice of Application is properly returnable today and service thereof on any interested party is hereby dispensed with.

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STAY EXTENSION

2. The stay of proceedings provided for in the Initial Order pronounced in this action on May 29, 2020, as amended and restated on June 8, 2020, and further extended by Order of this Court pronounced August 31, 2020, is hereby continued and extended to and including February 26, 2021.

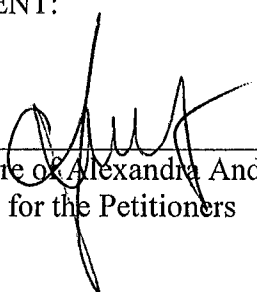
APPROVAL OF BID OFFER AGREEMENT and BREAK FEE

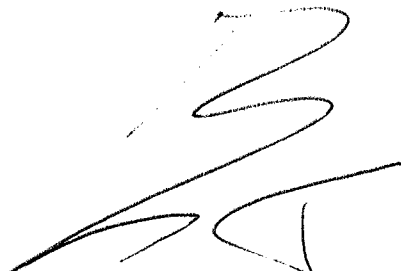
3. The Monitor's execution of the Bid Offer Agreement attached as Appendix I to the Confidential Supplement to the Third Report of the Monitor (the "**Bid Offer Agreement**") between the Petitioners and Bosa Properties (OC) Inc. ("**Bosa**"), on behalf of the Petitioners, is hereby approved.
4. The payment of the break fee of CAD \$100,000 to Bosa, on the terms and conditions provided in the Bid Offer Agreement, is hereby approved.

GENERAL

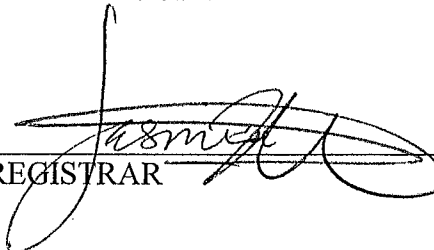
5. Endorsement of this Order by counsel appearing on this application other than counsel for the Petitioners is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:


 Signature of Alexandra Andrisoi
 Lawyer for the Petitioners



BY THE COURT


 REGISTRAR



Schedule "A"

(List of Counsel)

Counsel name/litigant	Party represented
Colin D. Brousson	CMLS Financial Ltd. and Desjardins Financial Security Life Assurance Company
William Roberts	Aviva Insurance Company of Canada
Peter Rubin	The Monitor, Ernst & Young, Inc.