

COURT OF APPEAL

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 AND ARRANGEMENT OF
URTHECAST CORP., URTHECAST INTERNATIONAL CORP., URTHECAST
USA INC., 1185729 B.C. LTD. AND THOSE OTHER PETITIONERS SET OUT ON THE
ATTACHED SCHEDULE "A"

RESPONDENTS/PETITIONERS

HCP-FVL, LLC

APPELLANT

AMENDED NOTICE OF MOTION FOR LEAVE TO APPEAL

TO: The parties listed at Schedule "A"

TAKE NOTICE THAT AN APPLICATION will be made by HCP-FVL, LLC to the presiding justice at 800 Smithe St, Vancouver, BC V6Z 2E1, at **9:30am on December 22, 2020**, for leave to appeal the Order Made After Application of the Honourable Madam Justice Sharma of the Supreme Court of British Columbia, pronounced 16th day of October, 2020, at Vancouver, British Columbia, and that the Order be stayed pending the hearing of the appeal pursuant to Section 18(1) of the Court of Appeal Act, RSBC 1996, c.77, as amended.

AND TAKE NOTICE THAT in support of the application will be read the Affidavit of Martin Hale sworn on November 17, 2020.

The applicant anticipates that this application will be contested.

Dated at Vancouver, British Columbia, this 10th day of December, 2020.



Solicitor for the Appellant,
HCP-FVL, LLC
For: Gregory Azeff
Miller Thomson LLP

This application will take no more than 30 minutes to be heard.

SCHEDULE "A"

SERVICE LIST

Bennett Jones LLP Barristers and Solicitors 2500-666 Burrard Street Vancouver, BC V6C 2X8 Attention: David E. Gruber Alexandra Andrisoi E-mail: GruberD@bennettjones.com AndrisoiA@bennettjones.com Telephone : 604-891-5154 Fax : 604-891-5100 <i>Counsel to the Petitioners</i>	Ernst & Young Inc. Monitor of the Petitioners Pacific Centre 700 West Georgia Street Vancouver, BC V7Y 1C7 Attention: Philippe Mendelson Mike Bell E-mail: Philippe.Mendelson@ca.ey.com mike.bell@ca.ey.com Fax: 604-643-5422 <i>Monitor</i>
DLA Piper (Canada) LLP Suite 2800 Park Place 666 Burrard Street Vancouver, BC V6C 2Z7 Attention: Colin Brousson Jeffrey Bradshaw E-Mail: colin.brousson@dlapiper.com jeffrey.bradshaw@dlapiper.com <i>Counsel to the Monitor</i>	Baker & McKenzie LLP Brookfield Place, Suite 2100 181 Bay Street, P.O. Box 874 Toronto, Ontario, M5J 2T3 Attention: Michael Nowina Email: Michael.Nowina@bakermckenzie.com CC: MDSmith@landolakes.com helme.morgan@dorsey.com <i>Counsel to Land O'Lakes, Inc. and Winfield Solutions LLC</i>

McMillan LLP Royal Centre Suite 1500, 1055 West Georgia Street PO Box 11117 Vancouver, BC V6E 4N7 Attention: Vicki Tickle E-mail: vicki.tickle@mcmillan.ca <i>Counsel to the Bolzano Investments Limited, Lunar Ventures Inc., Vine Rose Limited SMF Investments Limited</i>	Borden Ladner Gervais LLP Waterfront Centre 200 Burrard Street Suite 1200 Vancouver, BC V7X 1T2 Attention: Ryan Laity E-mail: RLaity@blg.com <i>Counsel to 1249836 B.C. Ltd.</i>
Miller Thomson LLP 40 King St W Suite 5800 Toronto, ON M5H 4A9 Attention: Kenneth Rosenstein Asim Iqbal Gregory Azeff Email: krosenstein@millerthomson.com aiqbal@millerthomson.com gazeff@millerthomson.com <i>Counsel to HCP-FVL, LLC/Hale Capital Partners L.P.</i>	McCarthy Tétrault 745 Thurlow Street Suite 2400 Vancouver, BC V6E 0C5 Attention: Robert Richardson Sean F. Collins Jonathan See Email: richardson@mccarthy.ca scollins@MCCARTHY.CA jsee@mccarthy.ca <i>Counsel to Antarctica</i>
Deimos- Sabadell Bank Attention: Juan-Jose Nieto-Marquez Fernandez Email: NIETOMARQUEZ@bancsabadell.com <i>Secured Creditor</i>	UrtheCast- Royal Bank of Canada Attention: Sean Azarshahi Email: sean.azarshahi@rbc.com <i>Secured Creditor</i>
UrtheCast- Export Development Canada Attention: John Early Kevin Skilliter Email: JEarl@edc.ca KSkilliter@edc.ca <i>Secured Creditor</i>	UrtheCast- SADI Attention: Marc-Andre Blais Francois Martel Julie Tan Sachelle Magloire-Prosper Email: marc-andre.blais@canada.ca francois.martel@canada.ca julie.tan@canada.ca sachelle.magloire-prosper@canada.ca <i>Secured Creditor</i>

1 262743 B.C. Ltd. Attention: Scott Larson Email: slarson@intllaunch.com <i>DIP Lender</i>	Osler, Hoskin & Harcourt LLP 100 King Street West 1 First Canadian Place Suite 6200, P.O. Box 50 Toronto, ON M5X 1B8 Attention: Kathryn Esaw Email: kesaw@osler.com Telephone: 416-862-4905 <i>Counsel to General Atomics</i>
Cambridge Global Payments 212 King Street West Suite 400 Toronto, ON M5H 1K5 Attention: Carole Palmer Email: cpalmer@cambridgefx.com Telephone: 800-374-8077 Telephone (Direct): 416-646-6401 Ext 2255 Fax: 866-794-2630 <i>General Counsel to Cambridge Global Payments</i>	

PETITIONERS

- 1. 1185781 B.C. Ltd.**
- 2. Deimos Imaging S.L.U.**
- 3. DOT Imaging S.L.U.**
- 4. Geosys Australia PTY**
- 5. Geosys do Brasil Sistemas de Informacao Agricolas Ltda.**
- 6. Geosys Europe Sarl**
- 7. Geosys Holding, ULC (was Geosys Technology Holding LLC)**
- 8. Geosys-Int'l, Inc.**
- 9. Geosys S.A.S.**
- 10. UrtheCast Holdings (Malta) Limited**
- 11. UrtheCast Imaging S.L.U.**
- 12. UrtheCast Investments (Malta) Limited**
- 13. UrtheDaily Corp.**