

No. S-208894
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 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"

ORDER MADE AFTER APPLICATION

(Stay Extension and Amendment of Antarctica Interim Lender's Charge Order)

BEFORE THE HONOURABLE)
MADAM JUSTICE SHARMA) December 10, 2020
)

THE APPLICATION of the Petitioners coming on for hearing at Vancouver, British Columbia, on the 10th day of December, 2020, by telephone; AND ON HEARING David E. Gruber, counsel for the Petitioners and those other counsel listed on **Schedule "B"** hereto; AND UPON READING the material filed, including the Fifth Report of Ernst & Young, Inc. in its capacity as Monitor (the "**Monitor**"); AND pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36 as amended (the "**CCAA**"), the British Columbia Supreme Court Civil Rules and the inherent jurisdiction of this Honourable Court; AND further to the Revised Amended and Restated Initial Order pronounced by this Court on October 16, 2020 (the "**Revised ARIO**");

THIS COURT ORDERS AND DECLARES THAT:

SERVICE

1. The time for service of the Notice of Application dated December 9, 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.

EXTENSION OF STAY OF PROCEEDINGS

2. The stay of proceedings provided for in the Initial Order pronounced September 4, 2020, as thereafter amended and extended, be and is hereby extended to and including January 1~~5~~⁷ 2021.

AMENDMENT TO THE ANTARCTICA INTERIM LENDER'S CHARGE

3. The Petitioners are authorized and directed to enter into the First Amending Agreement to the DIP Loan Facility dated December 3, 2020 (the "**First DIP Amending Agreement**"), such authorization and direction effective as of December 3, 2020.

4. The First DIP Amending Agreement be and is hereby incorporated into the Antarctica Facility, Antarctica Commitment Letter, and Antarctica Definitive Documents (as such terms are defined in the Revised ARIIO) and all references to such terms shall be construed as references to the applicable document, as amended by the First DIP Amending Agreement.

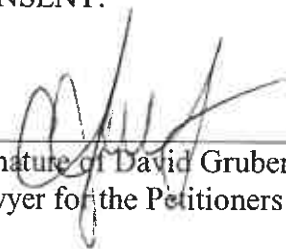
STYLE OF CAUSE

5. All references to the Petitioner "Geosys Australia PTY" wherever appearing in materials filed in these proceedings by any party to-date be and hereby amended to be references to "Geosys Australia PTY Ltd.", *nunc pro tunc* to the date of the Initial Order pronounced September 4, 2020. Schedule "A" to the style of cause for the within proceedings be and is hereby amended to the form attached hereto as Schedule "C".

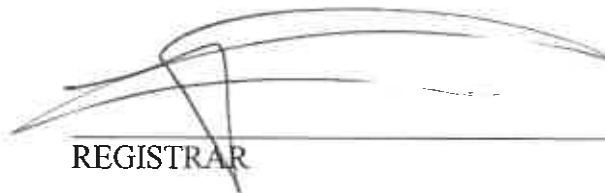
GENERAL

6. Endorsement of this Order by counsel appearing on this application other than the 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:

(for)  _____
Signature of David Gruber,
Lawyer for the Petitioners

BY THE COURT

 _____
REGISTRAR



Schedule "A"**List of Petitioners**

1. 1185781 B.C. Ltd.
2. Deimos Imaging S.L.U.
3. DOT Imaging S.L.U.
4. Geosys Australia PTY Ltd.
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.

Schedule "B"**List of Counsel**

Name of Counsel	Party Represented
Colin Brousson	The Monitor

Schedule "C"

Amended Supplement to the Style of Cause

1. 1185781 B.C. Ltd.
2. Deimos Imaging S.L.U.
3. DOT Imaging S.L.U.
4. Geosys Australia PTY Ltd.
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.