

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
GREEN GROWTH BRANDS INC., GGB CANADA INC., GREEN GROWTH BRANDS
REALTY LTD. AND XANTHIC BIOPHARMA LIMITED

Applicants

MONITOR'S CCAA TERMINATION CERTIFICATE

RECITALS

- A. The Applicants obtained protection under the *Companies' Creditors Arrangement Act* (the "CCAA") pursuant to an Initial Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated May 20, 2020 (the "**Initial Order**"), which was amended and restated through an Amended and Restated Initial Order dated June 2, 2020. The proceedings commenced by the Applicants under the CCAA will be referred to herein as the "**CCAA Proceedings**".
- B. Ernst & Young Inc. was appointed as the Monitor of the Applicants in the CCAA proceedings pursuant to the Initial Order (in such capacity, the "**Monitor**").
- C. The CCAA Proceedings have been completed in accordance with the Orders of this Court and under the supervision of the Monitor.
- D. Pursuant to the Order of this Court dated May 19, 2021, the Monitor may be discharged and the CCAA Proceedings may be terminated upon service of this Monitor's Certificate on the Service List.

THE MONITOR CERTIFIES the following:

1. The fees and disbursements of the Monitor and of the Monitor's counsel, have been paid in full.
2. The amalgamation of Green Growth Brands Inc. and Green Growth Brands Realty Ltd. pursuant to Section 177(1) of the *Business Corporations Act* (Ontario) has been successfully completed.
3. The Monitor has completed any and all matters that may be incidental to the termination of the CCAA Proceedings or any other matters necessary to complete the CCAA Proceedings as requested by the Applicants and agreed to by the Monitor.
4. Upon the service of this Certificate, the within CCAA Proceedings shall be terminated and EY shall be discharged as Monitor.

DATED at Toronto, Ontario this 16th day of June, 2021

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

Per:



Name: Sharon Hamilton

Title: Senior Vice President