

**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
CANNTRUST HOLDINGS INC., CANNTRUST INC., CTI HOLDINGS (OSOYOOS) INC.
AND ELMCLIFFE INVESTMENTS INC.

Applicants

CANNTRUST PLAN COMPANIES' CERTIFICATE

WHEREAS pursuant to the Order of this Court dated March 31, 2020, Ernst & Young Inc. was appointed as the monitor (the "**Monitor**") of the Applicants in the within CCAA proceedings (the "**CCAA Proceedings**");

AND WHEREAS pursuant to the Order of this Court dated April 16, 2021, CannTrust Holdings Inc., CannTrust Inc. and Elmclyffe Investments Inc. (the "**CannTrust Plan Companies**") filed a plan of compromise, arrangement and reorganization pursuant to the *Companies' Creditors Arrangement Act* (Canada) and the *Business Corporations Act* (Ontario) (as may be amended or restated in accordance with its terms, the "**CCAA Plan**") with the Court;

AND WHEREAS the CCAA Plan has been sanctioned by this Honourable Court by Order dated July 16, 2021 (the "**Sanction Order**");

AND WHEREAS section 9.2 of the CCAA Plan and paragraph 10 of the Sanction Order require the CannTrust Plan Companies to serve on the service list in the CCAA Proceedings and post on the website established by the Monitor in respect of the CCAA Proceedings a certificate (i) stating that each of the Plan Implementation Conditions have been satisfied or waived and the Articles of Reorganization of CannTrust Holdings have been filed and have become effective as of

the date set out in the Certificate of Amendment and (ii) designating an Effective Time on the Plan Implementation Date;

AND WHEREAS all capitalized terms used but not defined herein shall have the meanings given to them in the CCAA Plan;

THE CANNTRUST PLAN COMPANIES HEREBY CERTIFY that:

1. Each of the Plan Implementation Conditions have been satisfied or waived;
2. The Articles of Reorganization of CannTrust Holdings have been filed and have become effective as of the date set out in the Certificate of Amendment;
3. The Effective Time for the purposes of the CCAA Plan and the Sanction Order is 5:00pm EST on the Plan Implementation Date; and
4. This Certificate is delivered by the CannTrust Plan Companies on January 5, 2022.

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CANTRUST HOLDINGS INC.

Per: 
Name: GREG GUYATT
Title: CEO

CANTRUST INC.

Per: 
Name: GREG GUYATT
Title: CEO

ELMCLIFFE INVESTMENTS INC.

Per: 
Name: GREG GUYATT
Title: PRESIDENT