



No. S212302
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 9019235 CANADA INC.

PETITIONER

ORDER MADE AFTER APPLICATION
(Fee and Activity Approval, Terminate CCAA Proceedings, Discharge Monitor)

BEFORE	)	)
	) THE HONOURABLE	) November 2, 2022
	) MADAM JUSTICE FITZPATRICK	)
	)	)

ON THE APPLICATION of Ernst & Young Inc., in its capacity as Monitor of 9019235 Canada Inc. ("**9019**") and not in its personal capacity, coming on for hearing at the Law Courts, 800 Smithe Street, in the City of Vancouver, in the Province of British Columbia on November 2, 2022 (the "**Order Date**"); **AND ON READING** the pre-filing report of Ernst and Young Inc. in its role as the Monitor (the "**Monitor**") of 9019 dated effective March 10, 2021, the first report of the Monitor dated effective May 18, 2021, the second report of the Monitor dated effective June 14, 2021 (the "**Second Report**"), the third report of the Monitor dated December 9, 2021 (the "**Third Report**"), and the fourth report of the Monitor dated October 25, 2022 (the "**Fourth Report**"); **AND ON HEARING** William E.J. Skelly, counsel for the Monitor, and those other counsel listed in **Appendix "A"** hereto; **AND PURSUANT TO** the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, the British Columbia Supreme Court Civil Rules, and the inherent jurisdiction of this Honourable Court;

THIS COURT ORDERS AND DECLARES THAT:

Service

1. The time for service of the Notice of Application and the supporting materials in respect thereof is hereby abridged and validated so that the Notice of Application is properly returnable on the Order Date, and further service on the Service List is hereby dispensed with.

Approval of Assignment Agreement

2. The Assignment Agreement, as defined at paragraph 50 and Appendix “A” of the Fourth Report, is hereby approved.

Fee and Activity Approval

3. The activities of the Monitor, as set out in the Second Report, the Third Report, and the Fourth Report are hereby approved, provided, however, that only the Monitor in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.
4. The fees and disbursements of the Monitor for all fees accounts rendered in these CCAA Proceedings, as set out in the Fourth Report, are hereby approved.
5. The fees and disbursements of MLT Aikins LLP and Bridgehouse Law LLP, in their respective capacities as counsel to the Monitor for all fees accounts rendered in these CCAA Proceedings, as set out in the Fourth Report, are hereby approved.

Termination of CCAA Proceedings

6. Subject to the terms of this Order, these CCAA Proceedings are hereby terminated (the “**CCAA Termination**”), provided however that nothing herein impacts the validity of any Order made in these CCAA Proceedings.

Discharge of Monitor

7. The Monitor is hereby discharged as Monitor in these CCAA Proceedings and shall have no further duties or responsibilities as Monitor, provided, however, that notwithstanding the Monitor's discharge and the CCAA Termination the Monitor will conclude the Assignment Agreement as defined at paragraph 50 of the Monitor's Fourth Report.
8. Notwithstanding the Monitor's discharge, the Monitor shall continue to have the benefit of the provisions of the Orders made in these CCAA Proceedings, including all approvals, protections, and stays of proceedings in favour of the Monitor in its capacity as Monitor.

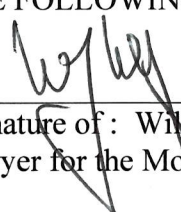
Releases

9. The Monitor and the Monitor's legal counsel and each of their respective affiliates, subsidiaries, partners, and successors (the "**Releasees**") are hereby released and discharged from any and all demands, claims, actions, causes of action, counterclaims, suits, debts, sums of money, accounts, covenants, damages, judgments, orders, including for injunctive relief or specific performance and compliance orders, expenses, executions and other recoveries on account of any liability, obligations, demand or cause of action of whatever nature, which any Person may be entitled to assert whether known or unknown, matured or unmatured, direct, indirect or derivative, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any omission, transaction, duty, responsibility, indebtedness, liability, obligation, dealing or other occurrence existing or taking place on or prior to the date of the granting of this Order that are in any way related to any Claims, 9019's businesses and affairs whenever or however conducted, the Plan, and the CCAA Proceedings, and all claims arising out of such actions or omissions shall be forever waived and released, except that nothing in this Order shall release any Releasee from liability for gross negligence or willful misconduct.
10. No action or other proceeding shall be commenced against the Monitor in any way arising from or related to its capacity or conduct as Monitor except with prior leave of this Court and on prior written notice to the Monitor.

General

11. This Order shall have full force and effect in all provinces and territories in Canada.
12. This Order and all of its provisions are effective from the date of this Order without any need for entry and filing.
13. This Court requests the aid and recognition of other Canadian and foreign Courts, tribunals, regulatory or administrative bodies, including any Court or administrative tribunal of any federal or State Court or administrative body in the United States of America, to act in aide of and to be complementary to this Court in carrying out the terms of this Order where required. All courts, tribunals, and regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Monitor and its respective agents in carrying out the terms of this Order.
14. Endorsement of this Order by counsel appearing on this application, other than counsel for the Monitor, is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER:



Signature of: William E.J. Skelly,
Lawyer for the Monitor

BY THE COURT:



REGISTRAR

APPENDIX “A”
(to the CCAA Termination Order)

List of Counsel

Name of Counsel	Party Represented
William E.J. Skelly	Counsel for the Monitor