



Court File No. CV-22-00688966-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE)
MADAM JUSTICE)
KIMMEL)
FRIDAY, THE 24TH
DAY OF FEBRUARY, 2023

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 THE FLOWR CORPORATION, THE FLOWR CANADA HOLDINGS ULC,
TERRACE GLOBAL INC. AND 14588495 CANADA INC. (collectively, the
“Applicants”)

APPLICANTS

**ORDER
(Re: Stay Extension & Approval of Fees and Conduct)**

THIS MOTION, made by the Applicants, pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) for an Order, *inter alia*, (i) extending the Stay Period until July 31, 2023; (ii) approving the fees of Ernst & Young Inc., in its capacity as Court-appointed Monitor of the Applicants (the “**Monitor**”) and its counsel; and (iii) approving the Fifth Report (as defined below) and activities and conduct described therein, was heard this day by judicial video-conference via Zoom in Toronto, Ontario.

ON READING the Notice of Motion of the Applicants, the Fifth Report of the Monitor dated February 21, 2023 (the “**Fifth Report**”), the fee affidavit of Alex Morrison sworn February 21, 2023 (the “**Morrison Fee Affidavit**”), and the fee affidavit of Rebecca Kennedy sworn February 17, 2023 (together with the Morrison Fee Affidavit, the “**Fee Affidavits**”), and on hearing the submissions of counsel for the Applicants and Monitor and such other counsel that were present, no one else appearing for any party although duly served as appears from the affidavit of service of Gina Rhodes dated February 19, 2023.

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that capitalized terms used in this Order and not otherwise defined herein shall have the meanings ascribed to them in the Fifth Report.

STAY EXTENSION

3. **THIS COURT ORDERS** that the Stay Period is hereby extended until and including July 31, 2023.

APPROVAL OF MONITOR'S FIFTH REPORT AND FEES

4. **THIS COURT ORDERS** that the Fifth Report and the activities, conduct and decisions of the Monitor set out therein are hereby ratified and approved, provided 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.

5. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its counsel, as set out in the Fifth Report and the Fee Affidavits, are hereby approved.

GENERAL

6. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada.

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal and

regulatory or administrative bodies, having jurisdiction in Canada or in the United States of America or elsewhere, to give effect to this Order and to assist the Applicants, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals and regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.



Digitally signed
by Jessica Kimmel
Date: 2023.02.24
09:59:43 -05'00'

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF THE
FLOWR CORPORATION, THE FLOWR CANADA HOLDINGS ULC, TERRACE
GLOBAL INC. AND 14588495 CANADA INC. (collectively, the “Applicants”)

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceedings commenced at Toronto

ORDER
(RE: STAY EXTENSION & APPROVAL OF FEES
AND CONDUCT)
(Returnable February 24 2023)

MILLER THOMSON LLP
Scotia Plaza
40 King Street West, Suite 5800
P.O. Box 1011
Toronto, ON Canada M5H 3S1

Kyla Mahar LSO#: 44182G
kmahar@millerthomson.com
Patrick Corney LSO#: 65472N
pcorney@millerthomson.com
Gina Rhodes LSO#: 78849U
grhodes@millerthomson.com

Lawyers for the Applicants