

Court File No. CV-19-616779-00CL

**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 PROPOSED PLAN OF COMPROMISE OR
ARRANGEMENT OF ROTHMANS, BENSON & HEDGES INC.**

Applicant

**AFFIDAVIT OF MILENA TRENTADUE
(Sworn February 28, 2025)**

I, Milena Trentadue, of the City of Toronto, in the Province of Ontario, MAKE
OATH AND SAY:

1. I am the Managing Director of Rothmans, Benson & Hedges Inc. (“**RBH**” or the “**Applicant**”). I have served in this capacity since February 1, 2024. I have been employed with RBH, an affiliate of Philip Morris International Inc. (“**PMI**”), for over five years. Prior to my appointment as Managing Director of RBH, I served as a Director of Commercial Deployment from January 2019 to January 2024. Prior to joining RBH, I spent over 20 years in the consumer packaged goods industry.
2. Through my current role as Managing Director of RBH, I am familiar with RBH’s operations, financial results and strategies and, as such, have personal knowledge of the matters to which I depose in this affidavit. Where I do not possess personal knowledge, I have stated the source of my information and believe it to be true.

3. I swear this affidavit in support of the motion to be brought by the Monitor for approval of the amendments in the Third Amended and Restated Court-Appointed Mediator's and Monitor's CCAA Plan of Compromise and Arrangement concerning, affecting and involving RBH (the "**Third A&R Plan**" and as amended and restated from time to time, the "**CCAA Plan**").

4. Capitalized terms used but not otherwise defined herein have the meanings given to them in the Third A&R Plan.

5. The Monitor brought a motion to sanction the Second Amended and Restated Court-Appointed Mediator's and Monitor's CCAA Plan of Compromise and Arrangement concerning, affecting and involving RBH dated January 27, 2025 (the "**Second A&R Plan**").

6. The Second A&R Plan stated that the issue of allocation of the Global Settlement Amount as between the Tobacco Companies in the three CCAA Proceedings (the "**Allocation Issue**") remains unresolved.

7. The Second A&R Plan also provided that the Upfront Contributions to be made by the Tobacco Companies shall equal the aggregate of each Tobacco Company's cash and cash equivalents generated from all sources as at the month end prior to the Plan Implementation Date, plus the Cash Security Deposits, less the sum of \$750 million which shall be deducted from the aggregate amount (the "**Retained Amount**").

8. RBH opposed the sanctioning of the Second A&R Plan because, among other things, the Allocation Issue was unresolved.

9. The sanction hearing proceeded on January 29-31, 2025. The Court reserved its decision.

10. Following the sanction hearing, the Tobacco Companies resolved the Allocation Issue on the basis that RBH will retain the entire Retained Amount and that RBH will be free to deal with that amount in its sole discretion.

11. The Third A&R Plan amends the Second A&R Plan to reflect this resolution. The amendments in the Third A&R Plan are sufficient to resolve the objections of RBH to the sanctioning of the CCAA Plan.

SWORN BEFORE ME over videoconference this 28th day of February, 2025 in accordance with O. Reg. 431/20, Administering Oath or Declaration Remotely. The affiant was located in the City of Toronto, in the Province of Ontario and the commissioner was located in the City of Toronto, in the Province of Ontario.

DocuSigned by:
Meena Alnajjar

A Commissioner for taking Affidavits, etc.
Meena Alnajjar | LSO #89626N

DocuSigned by:
Milena Trentadue

MILENA TRENTADUE

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Proceeding commenced at Toronto

**AFFIDAVIT OF MILENA TRENTADUE
(Sworn February 28, 2025)**

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