

**Court File No. CV-21-00655373-00CL**

**FIGR BRANDS, INC.,  
AND RELATED APPLICANTS**

**SIXTH REPORT OF FTI CONSULTING CANADA INC., AS MONITOR**

**AUGUST 19, 2021**

## Contents

Section	Page
A. INTRODUCTION .....	2
B. TERMS OF REFERENCE .....	7
C. ACTIVITIES OF THE MONITOR .....	8
D. CLOSING OF THE CIG TRANSACTION .....	10
E. UPDATE ON THE NORFOLK TRANSACTION .....	11
F. UPDATE ON THE EMPLOYEE CLAIMS PROCEDURE .....	12
G. UPDATE ON THE CLAIMS PROCEDURE .....	13
H. UPDATE ON THE PRE-FILING INTERCOMPANY CLAIMS RESOLUTION PROCESS .....	15
I. RECEIPTS AND DISBURSEMENTS.....	16
J. DIP REPAYMENT.....	16
K. THE NORFOLK KERP .....	17
L. STAY EXTENSION.....	19
M. APPROVAL OF THE MONITOR’S FEES AND ACTIVITIES .....	21
N. CONCLUSION.....	22

**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 FIGR  
BRANDS, INC., FIGR NORFOLK INC. AND 1307849 B.C. LTD.

**SIXTH REPORT TO THE COURT  
SUBMITTED BY FTI CONSULTING CANADA INC.,  
IN ITS CAPACITY AS MONITOR**

**A. INTRODUCTION**

1. On January 21, 2021, FIGR Brands, Inc. (“**FIGR Brands**”), FIGR Norfolk Inc. (“**FIGR Norfolk**”) and Canada’s Island Garden Inc. (“**CIG**”) sought and obtained an initial order (the “**Initial Order**”) under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”). On June 10, 2021, the Court granted the CIG Approval and Vesting Order (as defined below) which, among other things, removed CIG as an Applicant and added 1307849 B.C. LTD. (“**Residual Co**”, and together with FIGR Brands and FIGR Norfolk, the “**FIGR Group**” or the “**Applicants**”) as an Applicant. The proceedings commenced under the CCAA by the FIGR Group are referred to herein as the “**CCAA Proceedings**”.
2. The Initial Order, among other things:

- (a) appointed FTI Consulting Canada Inc. as monitor of the FIGR Group<sup>1</sup> (in such capacity, the “**Monitor**”) in the CCAA Proceedings;
  - (b) granted a stay of proceedings in favour of the FIGR Group until January 31, 2021 (the “**Stay Period**”);
  - (c) granted the Administration Charge, the Directors’ Charge, the DIP Lender’s Charge and the Intercompany Charge (each as defined in the Initial Order, and collectively the “**CCAA Charges**”); and
  - (d) authorized the FIGR Group to enter into the DIP Facility (as defined in the Pre-Filing Report of the Monitor dated January 21, 2021).
3. On January 29, 2021, at the comeback hearing, the following orders were issued:
- (a) an amended and restated Initial Order (the “**Amended and Restated Initial Order**”) which, among other things:
    - (i) increased the quantum of certain of the CCAA Charges;
    - (ii) elevated the priority ascribed to the CCAA Charges over all secured creditors; and
    - (iii) extended the Stay Period to March 31, 2021.
  - (b) an order approving a sale and investment solicitation process to solicit interest in potential transactions involving the business and/or assets of the FIGR Group.
4. On February 22, 2021, the following orders were issued:
- (a) an order (the “**Claims Procedure Order**”):
    - (i) approving a claims procedure (the “**Claims Procedure**”) to solicit, identify, determine and adjudicate Claims against the FIGR Group and

---

<sup>1</sup> Note that any reference in this Sixth Report to the FIGR Group or the Applicants prior to June 28, 2021 includes CIG and not Residual Co.



their present and former Directors and Officers (as such terms are defined in the proposed Claims Procedure Order); and

(ii) requiring the Monitor to serve on the Service List (as defined below) and file with the Court a Pre-Filing Intercompany Claims Report setting out the Proposed Pre-Filing Intercompany Claims Resolution Process (as such terms are defined in the Claims Procedure Order).

(b) an ancillary order (the “**February Ancillary Order**”) which, among other things:

(i) approved a key employee retention plan for certain employees of CIG;

(ii) extended the Stay Period to April 30, 2021; and

(iii) approved all filed reports of the Monitor (as of that date), and the activities of the Monitor referred to therein, as well as the fees and disbursements of the Monitor and its counsel.

5. On March 31, 2021, an order was issued which, among other things:

(a) authorized the execution by the Applicants of the First Amendment to the DIP Facility which, among other things, increased the amount permitted to be borrowed by the FIGR Group thereunder from \$8,000,000 (plus interest and costs) to \$13,000,000 (plus interest and costs); and

(b) approved the third report of the Monitor dated March 26, 2021, the activities of the Monitor referred to therein, and the fees and disbursements of the Monitor and its counsel.

6. On April 30, 2021, the following orders were issued:

(a) an order (the “**Employee Claims Procedure Order**”) which, among other things, approved a claims procedure (the “**Employee Claims Procedure**”) to identify, determine and adjudicate Employee Claims against the FIGR Group and their

present and former Directors and Officers (as such terms are defined in the Employee Claims Procedure Order);

- (b) an order which, among other things:
  - (i) extended the Stay Period to June 30, 2021; and
  - (ii) approved the fourth report of the Monitor dated April 27, 2021, the activities of the Monitor referred to therein, and the fees and disbursements of the Monitor and its counsel.

7. On June 10, 2021, the following orders were issued:

- (a) an order (the “**CIG Approval and Vesting Order**”) which, among other things:
  - (i) approved the CIG Subscription and Share Purchase Agreement and the CIG Transaction;
  - (ii) vested the Purchased Shares in the CIG Purchaser, free and clear of any Encumbrances;
  - (iii) vested the Transferred Assets in CIG, free and clear from any Encumbrances, except Permitted Encumbrances;
  - (iv) added, as an Applicant to the CCAA Proceedings, a newly incorporated wholly owned subsidiary of FIGR Brands, Residual Co;
  - (v) vested the Excluded Assets, Excluded Contracts and Excluded Liabilities in Residual Co.; and
  - (vi) declared that CIG ceased to be an Applicant in the CCAA Proceedings;

each term as defined in the Fifth Report of the Monitor dated June 4, 2021 (the “**Fifth Report**”);

- (b) an order (the “**Norfolk Approval and Vesting Order**”) which, among other things, approved the Norfolk Transaction and vested the Purchased Assets in the

Norfolk Purchaser (as such terms are defined in the Fifth Report) free and clear of all claims and encumbrances;

- (c) an order (the “**June Ancillary Order**”) which, among other things,
  - (i) extended the Stay Period until September 3, 2021;
  - (ii) authorized the execution by the Applicants of the Second DIP Amendment which, *inter alia*, increased the amount permitted to be borrowed by the FIGR Group thereunder from \$13,000,000 (plus interest and costs) to \$16,000,000 (plus interest and costs);
  - (iii) approved an increase to the DIP Lender's Charge (as defined in the Amended and Restated Initial Order) up to a maximum amount of \$16,000,000 (plus interest and costs);
  - (iv) authorized and empowered the FIGR Group with the consent of the Monitor (or the Monitor on behalf of the FIGR Group) to make or cause to be made distributions from available funds or proceeds to the DIP Lender (as defined below) in repayment of the obligations secured by the DIP Lender's Charge;
  - (v) approved the Proposed Pre-Filing Intercompany Claims Resolution Process (as defined in the Claims Procedure Order);
  - (vi) approved the Fifth Report, the activities of the Monitor referred to therein, and the fees and disbursements of the Monitor and its counsel as set out therein.

8. The purpose of this Sixth Report of the Monitor (the “**Sixth Report**”) is to provide the Court with:

- (a) the Monitor’s comments and recommendations, regarding the FIGR Group’s motion returnable August 24, 2021 (the “**August 24 Motion**”) seeking an order (the “**Norfolk KERP and Stay Extension Order**”), among other things,

- (i) extending the Stay Period until October 29, 2021;
  - (ii) approving a key employee retention plan (the “**Norfolk KERP**”) for certain employees of FIGR Norfolk;
  - (iii) sealing the Confidential Appendix (as defined below) containing sensitive information regarding the identity and compensation of the Norfolk Key Employees (as defined below); and
  - (iv) approving this Sixth Report, the activities of the Monitor referred to herein, and the fees and disbursements of the Monitor and its counsel as set out below;
- (b) information regarding the activities of the Monitor and the FIGR Group since June 4, 2021, the date of the Fifth Report; and
  - (c) a summary of the receipts and disbursements of the FIGR Group for the eleven-week period ending August 6, 2021.

**B. TERMS OF REFERENCE**

9. In preparing this Sixth Report, the Monitor has relied upon audited and unaudited financial information of the FIGR Group, the FIGR Group’s books and records, certain financial information and forecasts prepared by the FIGR Group, and discussions with various parties, including senior management (“**Management**”) of, and advisors to, the FIGR Group (collectively, the “**Information**”).
10. Except as otherwise described in this Sixth Report:
- (a) the Monitor has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Assurance Standards pursuant to the Chartered Professional Accountants of Canada Handbook; and
  - (b) the Monitor has not examined or reviewed the financial forecasts or projections referred to in this Sixth Report in a manner that would comply with the

procedures described in the Chartered Professional Accountants of Canada Handbook.

11. Future-oriented financial information reported in, or relied on, in preparing this Sixth Report is based on Management's assumptions regarding future events. Actual results will vary from these forecasts and such variations may be material.
12. The Monitor has prepared this Sixth Report in connection with the August 24 Motion. The Sixth Report should not be relied on for any other purpose.
13. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian Dollars.
14. Capitalized terms not otherwise defined herein have the meaning ascribed to them in the affidavit of Michael Devon, the Chief Financial Officer of FIGR Brands, sworn on August 17, 2021 (the "**August 17 Devon Affidavit**"), the Amended and Restated Initial Order, or the Fifth Report, as applicable.

## **C. ACTIVITIES OF THE MONITOR**

### *Activities of the Monitor*

15. Since the date of the Fifth Report, the Monitor has undertaken the following activities:
  - (a) assisted FTI Capital Advisors – Canada ULC in the closing of the CIG Transaction and engaged with the FIGR Group, its legal counsel and the Norfolk Purchaser with respect to the Norfolk Transaction and the amendments to the Norfolk Sale Agreement, as described in greater detail below;
  - (b) engaged with its legal counsel, Cassels Brock & Blackwell LLP ("**Cassels**"), regarding matters related to the CCAA Proceedings;
  - (c) maintained the service list for these CCAA Proceedings (the "**Service List**") and posted same on the Monitor's Website;

- (d) continued to operate and monitor its telephone hotlines and email account for stakeholder inquiries;
- (e) engaged in discussions with the FIGR Group, its legal counsel, and its Directors and Management regarding issues related to the FIGR Group's operations and borrowings under the DIP Facility, including advances under the DIP Facility and disbursements of the FIGR Group;
- (f) participated in discussions with Pyxus International, Inc. ("**Pyxus**") and related entities regarding services provided to the FIGR Group and matters related to the DIP Facility, including assisting in the preparation of information for Alliance One Tobacco Canada, Inc. as the lender under the DIP Facility (in such capacity, the "**DIP Lender**"), Pyxus and the board of directors of Pyxus;
- (g) assisted the FIGR Group in discussions with suppliers, creditors and employees related to the CCAA Proceedings and responded to requests for information from certain of such parties;
- (h) engaged with Health Canada regarding the Norfolk Transaction and FIGR Norfolk's intention to remain in compliance with its licenses under the *Cannabis Act*, S.C. 2018, c. 16, as amended;
- (i) assisted the FIGR Group with the wind up of the FIGR Group's head office including disclaiming the applicable lease, vacating physical office space, and orderly transition of information, information technology, books and records and other assets consistent with the CIG Transaction;
- (j) assisted with the follow up of certain post-closing obligations of CIG, including the reconciliation of Overdue Receivables, HST Refunds and financial reconciliations (as such terms are defined in the CIG Subscription and Share Purchase Agreement);

- (k) supervised and assisted with activities related to the Claims Procedure, including sending Claimants the Pre-Filing Intercompany Claims Notice, as described in greater detail below; and
- (l) supervised and assisted with activities related to the Employee Claims Procedure, as described in greater detail below.

#### **D. CLOSING OF THE CIG TRANSACTION**

- 16. On June 10, 2021, the Court granted the CIG Approval and Vesting Order approving the sale of certain shares in the capital of CIG pursuant to the CIG Subscription and Sale Agreement. The principal elements of the CIG Transaction were set out in the Fifth Report. Capitalized terms in this section not defined herein have the meaning ascribed to them in the Fifth Report.

##### *Closing of the CIG Transaction under the CIG Subscription and Sale Agreement*

- 17. Pursuant to the CIG Subscription and Sale Agreement, the Monitor received the Share Purchase Price and the Adjusted Subscription Price from the CIG Purchaser and the CIG Transaction closed on June 28, 2021. A copy of the Monitor's Certificate (as defined in the CIG Approval and Vesting Order) was filed with the Court pursuant to the CIG Approval and Vesting Order and a copy of the Monitor's Certificate is attached hereto as **Appendix "A"**.

##### *Certain Post-Closing Matters*

- 18. Pursuant to paragraph 9 of the CIG Approval and Vesting Order, the CIG Vendor paid from the proceeds of Closing to pay the debt claims against CIG of BioAcuity Consulting in the amount of \$137,230, Fitzgerald & Snow (2010) Ltd. ("F&S") in the amount of \$81,627 and Hansen Electric Ltd. in the amount of \$159,517.32. The form of CIG Approval and Vesting Order submitted to this Court inadvertently stated the amount to be paid to F&S by the CIG Vendor to be \$137,230. This was a purely administrative error. The correct amount to be paid to F&S to satisfy their debt claim against CIG was \$81,627 and this revised amount was paid to F&S on June 28, 2021.

19. The Monitor continues to hold the net proceeds from the sale of the Purchased Shares and the proceeds of the Transferred Asset Promissory Note (the “**Sale Proceeds**”) for the benefit of the CIG Vendor, and the net proceeds from the issuance of the Subscribed Shares (together with the Sale Proceeds, the “**Net Proceeds**”) for the benefit of Residual Co, subject to further order of the Court.
20. The Monitor continues to monitor certain post-closing obligations of CIG, including the reconciliation of Overdue Receivables and HST Refunds (as such terms are defined in the CIG Subscription and Sale Agreement) and the post-closing assignment of certain contracts.

**E. UPDATE ON THE NORFOLK TRANSACTION**

21. On June 10, 2021, the Court granted the Norfolk Approval and Vesting Order approving the sale of certain assets of FIGR Norfolk pursuant to the Norfolk Sale Agreement. The principal elements of the Norfolk Transaction were set out in the Fifth Report. Capitalized terms in this section not defined herein have the meaning ascribed to them in the Fifth Report or Norfolk Sale Agreement, as applicable.
22. Pursuant to Section 4.3 of the Norfolk Sale Agreement the Norfolk Purchaser was required to provide proof of financing within five (5) business days of execution of the Norfolk Sale Agreement (the “**Financing Covenant**”). As noted below, this date was extended by agreement until July 16, 2021. Although certain information has been provided by the Norfolk Purchaser, FIGR Norfolk has advised the Norfolk Purchaser that in its view the Financing Covenant has not yet been satisfied.
23. As well, pursuant to Section 3.4 of the Norfolk Sale Agreement the Norfolk Purchaser is required to obtain the Purchaser Cannabis Licenses prior to the closing of the Norfolk Transaction. To date, the Norfolk Purchaser has not obtained the Purchaser Cannabis Licenses, and as such the Norfolk Transaction has not closed.
24. On or about June 29, 2021, FIGR Norfolk and the Norfolk Purchaser, with the consent of the DIP Lender and the Monitor, entered into the First Amendment to the Norfolk Sale Agreement (the “**First Norfolk APA Amendment**”) which, among other things:



- (a) extended the Outside Date from June 30, 2021 to July 30, 2021; and
- (b) amended Section 4.3 of the Norfolk Sale Agreement to extend the date upon which the Financing Covenant needed to be satisfied to July 16, 2021..

A copy of the First Amendment to the APA is attached to the August 17 Devon Affidavit as Exhibit “E”.

- 25. On or about August 9, 2021, FIGR Norfolk and the Norfolk Purchaser, with the consent of the DIP Lender and the Monitor, entered into the Second Amendment to the Norfolk Sale Agreement (the “**Second Norfolk APA Amendment**” and together with the First Norfolk APA Amendment, the “**Norfolk APA Amendments**”) which, among other things, extended the Outside Date from July 30, 2021 to August 31, 2021. A copy of the Second Norfolk APA Amendment is attached to the August 17 Devon Affidavit as Exhibit “F”.
- 26. The Second Norfolk APA Amendment will give the Norfolk Purchaser the necessary time to finalize certain conditions precedent to the Norfolk Transaction Closing including obtaining the Purchaser Cannabis Licenses. The Monitor believes Norfolk APA Amendments are necessary and reasonable in the circumstances to preserve value for the stakeholders of the FIGR Group.

#### **F. UPDATE ON THE EMPLOYEE CLAIMS PROCEDURE**

- 27. The Employee Claims Procedure is being carried out in accordance with the Employee Claims Procedure Order. Capitalized terms used in this section but not defined have the meanings ascribed to them in the Employee Claims Procedure Order.
- 28. The Monitor continues to send Employee Claims Packages to former Employees within ten (10) Business Days of their employment being terminated if their employment was terminated following the date the Employee Claims Procedure Order was granted, or following the date their temporary layoff ceased to be temporary under the *Employment Standards Act, 2000*, S.O. 2000, c. 41, as amended (or similar applicable provincial

statute), if this occurs following the date the Employee Claims Procedure Order is granted.

29. Twenty-two (22) Employees, primarily of FIGR Brands, have had their employment terminated since the commencement of the CCAA Proceedings. In accordance with the Employee Claims Procedure Order, the Monitor sent Employee Claim Statements and Employee Claim Packages to all such Employees. The majority of Employees have remained as employees of CIG.
30. The Monitor continues to carry out the Employee Claims Procedure and will provide additional updates in due course.

**G. UPDATE ON THE CLAIMS PROCEDURE**

31. The Claims Procedure is being carried out in accordance with the Claims Procedure Order. Capitalized terms used in this section not otherwise defined have the meaning ascribed to them in the Claims Procedure Order.
32. Claims filed by the Claims Bar Date of April 6, 2021, as revised or disallowed in accordance with the Monitor’s review, are summarized as follows:

Claims (#)	Unsecured	Priority	Secured	Total
FIGR Norfolk Inc.	13	-	1	14
Canada's Island Garden Inc.	25	-	-	25
FIGR Brands, Inc.	31	-	-	31
<b>Total</b>	<b>69</b>	<b>-</b>	<b>1</b>	<b>70</b>

Claims (#)	Unsecured	Priority	Secured	Total
FIGR Norfolk Inc.	\$ 48.2	\$ -	\$ 0.1	\$ 48.3
Canada's Island Garden Inc.	\$ 114.4	\$ -	\$ -	\$ 114.4
FIGR Brands, Inc.	\$ 195.9	\$ -	\$ -	\$ 195.9
<b>Total</b>	<b>\$ 358.5</b>	<b>\$ -</b>	<b>\$ 0.1</b>	<b>\$ 358.6</b>

33. The Monitor continues to review, determine and adjudicate certain outstanding secured and unsecured Claims filed in accordance with the Claims Procedure Order. There are three (3) Claims that the Monitor is continuing to review. These Claims total \$1,067,686. The Monitor has identified information missing from some of these Claims and is in the

process of following up with a number of these Claimants to request the information required. The Monitor has reviewed, and continues to review, the additional information and evidence when provided.

Disallowed or Revised Claims

34. Pursuant to paragraph 30 of the Claims Procedure Order, the Monitor has sent Notices of Revision or Disallowance to eight (8) Claimants. Any Claimant that wishes to dispute a Notice of Revision or Disallowance must deliver a Notice of Dispute of Revision or Disallowance by no later than 5:00pm (Eastern time) on the date that is fourteen (14) Calendar Days after the date the Monitor sends such Claimant a Notice of Revision or Disallowance.
35. The fourteen (14) Calendar Day period to send the Monitor a Notice of Dispute has passed for seven (7) of the Claimants, including the Alberta Gaming Liquor & Cannabis whose contingent claim was disallowed in full.
36. The Monitor understands that the Canada Revenue Agency intends to withdraw its placeholder claims against each of the FIGR Group entities. The Monitor expects the withdrawal of such claims to occur in short order.
37. One (1) Claimant, the Ventin Group Ltd. (“**Ventin**”), has sent the Monitor a Notice of Dispute. The Monitor and the Applicants are engaging with Ventin to attempt to resolve the dispute.

Disclaimed Contracts

38. The FIGR Group has disclaimed nine (9) contracts that the FIGR Group was a party to by sending each counterparty (the “**Disclaimed Parties**”) a notice of disclaimer pursuant to s.32 of the CCAA. In accordance with paragraph 20 of the Claims Procedure Order, the Monitor sent each of these Disclaimed Parties a Claims Package. The Restructuring Claims Bar date for each of the Disclaimed Parties is thirty (30) days after the Monitor sent such Disclaimed Party a Claims Package.
39. As of the date of this Sixth Report:

- (a) three (3) of the Disclaimed Parties' Restructuring Claims Bar Dates have not passed and such Disclaimed Parties have not yet submitted a Restructuring Claim;
- (b) four (4) Disclaimed Parties did not submit a Claim before their Restructuring Claims Bar Date passed; and
- (c) two (2) Disclaimed Parties submitted Restructuring Claims. Of these submitted Restructuring Claims, one has been accepted and one (1) is under review by the Monitor.

#### **H. UPDATE ON THE PRE-FILING INTERCOMPANY CLAIMS RESOLUTION PROCESS**

- 40. As of the Pre-Filing Intercompany Claims Bar Date, the Monitor received five (5) Pre-Filing Intercompany Claims in the aggregate amount of \$355,234,872.66. The Pre-Filing Intercompany Claims against the FIGR Group entities were summarized in the Fifth Report. Capitalized terms not otherwise defined herein have the meaning ascribed to them in the June Ancillary Order.
- 41. The Pre-Filing Intercompany Claims Resolutions Process, as set out in the Fifth Report, was approved pursuant to paragraphs 10-13 of the June Ancillary Order.
- 42. On June 11, 2021, the Monitor, pursuant to paragraph 11 of the June Ancillary Order, provided the Pre-Filing Intercompany Claims Notice by email to the Service List as well as to each Claimant that has submitted a Proof of Claim or Employee Claimant who has received an Employee Claim Statement (each as of the date of the June Ancillary Order), by email to the email address indicated on such Proof of Claim or Employee Claim Statement (as each term as defined in the Claims Procedure Order or the Employee Claims Procedure Order, as applicable).
- 43. The Pre-Filing Intercompany Claims Notice set the Pre-Filing Intercompany Claims Objection Date as 5:00pm (Toronto time) on July 12, 2021. The Monitor did not receive any Pre-Filing Intercompany Claims Objections by the Pre-Filing Intercompany Claims Objection Date.

## I. RECEIPTS AND DISBURSEMENTS

44. The FIGR Group’s actual negative net cash flow from operations on a consolidated basis for the eleven-week period ending August 6, 2021 was approximately \$4.7 million, compared to a forecast negative cash flow from operations of approximately \$5.2 million as noted in the Cash Flow Projection filed as Appendix “B” to the Fifth Report, representing a positive variance of approximately \$0.7 million as summarized below.

(\$CAD in thousands)	11 Week Cumulative to 6-Aug-21			
	Actual	Forecast	\$ Difference	% Difference
<b>Receipts</b>				
Receipts from Operation	1,556	1,580	(24)	-2%
Other Receipts	116	-	116	100%
<b>Total Receipts</b>	<b>1,672</b>	<b>1,580</b>	<b>92</b>	<b>6%</b>
<b>Operating Disbursements</b>				
Payroll and Employee Related Costs	(1,299)	(1,313)	14	1%
Rent and Property Taxes	(214)	(179)	(35)	-20%
Taxes and Levies	(616)	(902)	286	32%
Other Operating Expenses	(1,866)	(2,829)	963	34%
Capital Expenditures	(21)	(124)	103	83%
<b>Total Operating Disbursements</b>	<b>(4,016)</b>	<b>(5,347)</b>	<b>1,331</b>	<b>25%</b>
<b>Net Cash from Operations</b>	<b>(2,344)</b>	<b>(3,767)</b>	<b>1,423</b>	<b>38%</b>
Restructuring Disbursements	(2,281)	(1,517)	(764)	-50%
KERP	(48)	(48)	-	0%
<b>Total Restructuring Disbursements</b>	<b>(2,329)</b>	<b>(1,565)</b>	<b>(764)</b>	<b>-49%</b>
<b>NET CASH FLOWS</b>	<b>(4,673)</b>	<b>(5,332)</b>	<b>659</b>	<b>12%</b>
<b>Cash</b>				
Beginning Balance	1,146	1,146	-	0%
Net Receipts/ (Disbursements)	(4,673)	(5,332)	659	12%
CIG Cash <sup>1</sup>	(796)	-	(796)	0%
DIP Advances/ (Repayments)	3,528	4,986	(1,458)	29%
Advances from Net Proceeds of Sale	1,133	-	1,133	0%
<b>Ending Balance</b>	<b>338</b>	<b>800</b>	<b>(462)</b>	<b>58%</b>

<sup>1</sup> CIG cash on date of close remained with CIG, consistent with the SSPA.

45. Explanations for key variances are as follows:
- (a) the positive variance in Taxes and Levies of approximately \$0.3 million primarily relates to timing of payment of Excise Tax as compared to close of the CIG Transaction; and

- (b) the positive variance in Other Operating Expenses of approximately \$1.0 million is temporary in nature, and primarily relates to lower spending during the wind down of the head office.

## **J. DIP REPAYMENT**

- 46. Pursuant to paragraph 5 of the June Ancillary Order, following the Closing Time (as defined in the CIG Subscription and Sale Agreement), the Applicants with the consent of the Monitor (or the Monitor on behalf of the Applicants) were authorized and empowered to make or to cause to be made distributions from time to time from available funds or proceeds held or received by the Applicants (or the Monitor on behalf of the Applicants) to the DIP Lender in repayment of the obligations secured by the DIP Lender's Charge.
- 47. On July 8, 2021, the Monitor on the behalf of the Applicants transferred \$14,011,790 to the DIP Lender in full repayment of the obligations secured by the DIP Lender's Charge. The total principal drawn from the DIP Facility was \$13,710,605. The total amount of interest paid on the DIP Facility borrowings was \$301,185.
- 48. Although the DIP Facility was repaid fully from the proceeds of the CIG Transaction, the DIP Facility was a joint obligation of all the Applicants and the DIP Facility was used to fund all of the Applicants. Accordingly, the DIP Facility obligations will be allocated among the Applicants accordingly. Given the Intercompany Charge, such allocation must be made before distributions to creditors can be made. The Monitor intends to report on the Intercompany Charges and the proposed DIP Facility allocation in a future report.

## **K. THE NORFOLK KERP**

- 49. The Monitor was involved in the development of the Norfolk KERP, pursuant to which the FIGR Group proposes to make retention payments to certain key individuals employed by FIGR Norfolk (collectively, the “**Norfolk Key Employees**”).
- 50. The Norfolk KERP is intended to provide the Norfolk Key Employees with the incentive necessary to remain committed key members of FIGR Norfolk's management and operational teams during the CCAA Proceedings unless and until their employment is no longer required by FIGR Norfolk. The Norfolk Key Employees are all senior

management level employees within FIGR Norfolk's organization and are essential to close the Norfolk Transaction. The Norfolk Key Employees provide the critical leadership required to maintain FIGR Norfolk's cannabis licenses, which would be difficult and costly to replace. Maintaining such cannabis licenses is necessary for closing of the Norfolk Transaction.

51. Pursuant to the terms of the Norfolk KERP Agreements (each a “**KERP Agreement**” and together the “**KERP Agreements**”), the Norfolk Key Employees are entitled to one (1) payment under the proposed Norfolk KERP within ten (10) days after the Norfolk Transaction closes (the “**Norfolk Transaction Closing Date**”) only if the following conditions are met:
- (a) the Norfolk KERP and Stay Extension Order becomes a final order of the Court that is not subject to appeal;
  - (b) the Norfolk Transaction Closing Date has occurred;
  - (c) the relevant Norfolk Key Employee has remained an employee of FIGR Norfolk up to the FIGR Norfolk Transaction Closing Date and has not resigned (or provided notice of resignation) or been terminated for cause prior to the Norfolk Transaction Closing Date; and
  - (d) the relevant Norfolk Key Employee has not disclosed the terms of the Norfolk KERP or the underlying KERP Agreement to any person other than their personal financial advisor and legal advisors (other than any disclosure required by law).
52. The maximum aggregate amount payable under the Norfolk KERP is \$110,000.
53. A summary of the terms of the KERP (the “**Norfolk KERP Summary**”) and Norfolk KERP Agreements are attached as Confidential Appendix “A” to this Sixth Report (the “**Confidential Appendix**”). The Norfolk KERP Summary and Norfolk KERP Agreements contain confidential and sensitive information regarding the identity and compensation of the Norfolk Key Employees and as such, the FIGR Group is seeking a sealing order in respect of the Confidential Appendix.

54. The FIGR Group is not seeking approval of a charge with respect to the Norfolk KERP at this time. The Norfolk Key Employees and milestones under the Norfolk KERP are separate and distinct from the employees and milestones contemplated under the key employee retention plan approved by the Court pursuant to the February Ancillary Order.
55. The Monitor understands that retention of the Norfolk Key Employees and their ongoing commitment to the FIGR Group is essential to current operations, the successful restructuring efforts of the FIGR Group and the successful completion of the FIGR Norfolk Transaction and that the Norfolk Key Employees are unlikely to be replaced on a timely basis or at a reasonable cost.
56. The terms of the proposed Norfolk KERP are reasonable in the circumstances and when compared to other key employee retention plans approved by this Court in the past. The Monitor accordingly supports the approval of the Norfolk KERP.

**L. STAY EXTENSION**

57. The Stay Period currently expires on September 3, 2021.
58. The FIGR Group is seeking a further extension of the Stay Period to October 29, 2021 as it will allow the Monitor and/or the Applicants to complete the Norfolk Transaction advance the Claims Procedure, the Employee Claims Procedure and the Pre-Filing Intercompany Claims Procedure, which will ultimately preserve and maximize the value of the Applicants' business for their stakeholders.
59. The Net Proceeds have been used to fund the obligations of the Applicants since the DIP Facility was repaid. Advances in the amount of \$1,133,331.66 have been drawn from the Net Proceeds.
60. As is demonstrated in the cash flow projection attached to this Sixth Report as **Appendix "B"** (the "**Revised Cash Flow Projection**"), the FIGR Group is forecast to have sufficient liquidity to fund their obligations and the costs of the CCAA Proceedings through the end of the extended Stay Period. The Revised Cash Flow Projection is summarized below:



	<b>13 Week</b> Between W/E Aug-13 to W/E Nov-5
	<b>Total</b>
<b>Receipts</b>	
Receipts from Operation	-
Other Receipts	990
<b>Total Receipts</b>	990
<b>Operating Disbursements</b>	
Payroll and Employee Related Costs	(356)
Rent and Property Taxes	-
Taxes and Levies	(108)
Other Operating Expenses	(379)
Capital Expenditures	-
<b>Total Operating Disbursements</b>	(843)
<b>Net Cash from Operations</b>	147
Restructuring Disbursements	(870)
KERP	(110)
<b>Total Restructuring Disbursements</b>	(980)
<b>NET CASH FLOWS</b>	<b>(833)</b>
<b>Cash</b>	
Beginning Balance	338
Net Receipts/ (Disbursements)	(833)
Advances from Net Proceeds of Sale	1,613
<b>Ending Balance</b>	<b>1,118</b>
<b>Advances from Net Proceeds of Sale</b>	
Opening Balance	1,133
Advances	1,613
<b>Closing Balance</b>	<b>2,746</b>

61. The Monitor expects that the Net Proceeds held in reserve by the Applicants (or the Monitor on behalf of the Applicants) will be sufficient to cover the repayment of prior encumbrances such as the Administration Charge and Director's Charge (as such terms are defined in the Amended and Restated Initial Order).

Monitor's Recommendations

62. Based on the information presently available, the Monitor believes that creditors will not be materially prejudiced by the proposed extension of the Stay Period. The proposed extension of the Stay Period is necessary to permit the FIGR Group to complete the Norfolk Transaction, in furtherance of the interests of the FIGR Group and its stakeholders and for the Monitor to continue to assess Claims in order to distribute funds to creditors. The Monitor believes that the Applicants have acted, and continue to act, in good faith and with due diligence and that the circumstances support an extension of the Stay Period.

**M. APPROVAL OF THE MONITOR'S FEES AND ACTIVITIES**

63. The Monitor and its legal counsel, Cassels, have been paid their fees and disbursements at their standard rates and charges by the Applicants from time to time, in accordance with paragraph 30 of the Amended and Restated Initial Order, as part of the costs of the CCAA Proceedings.
64. Pursuant to previous orders of the Court, the fees and disbursements of the Monitor for periods prior to May 31, 2021 and of Cassels for periods prior to May 14, 2021 were approved.
65. The Monitor and Cassels have maintained records of their professional time and costs. The Monitor now requests approval of its fees and disbursements for the period from June 1, 2021 to August 8, 2021, and the fees and disbursements for Cassels for the period principally from May 15, 2021 to August 6, 2021.
66. The total fees and disbursements of the Monitor for the period of June 1, 2021 to August 8, 2021 total \$793,035.71, including fees in the amount of \$701,801.50, and HST in the amount of \$91,234.21, as more particularly described in the affidavit of Jeffrey Rosenberg sworn August 19, 2021 (the “**Rosenberg Affidavit**”), a copy of which is attached hereto as **Appendix “C”**.
67. The total fees and disbursements of Cassels principally from May 15, 2021 to August 6, 2021 total \$279,356.75, including fees in the amount of \$247,182.00, disbursements in the amount of \$27.50, and HST in the amount of \$32,137.25, as more particularly described in the affidavit of Ryan Jacobs sworn August 19, 2021 (the “**Jacobs Affidavit**”, together with the Rosenberg Affidavit, the “**Fee Affidavits**”), a copy of which is attached hereto as **Appendix “D”**.
68. The Monitor respectfully submits that the fees and disbursements of the Monitor and its counsel, as set out in the Fee Affidavits, are reasonable in the circumstances and have been validly incurred in accordance with the provisions of the Orders issued in the CCAA Proceedings. Accordingly, the Monitor respectfully requests the approval of the fees and disbursements of the Monitor and its counsel, as set out in the Fee Affidavits.

69. The Monitor is also requesting approval of this Sixth Report and the activities of the Monitor described herein.

**N. CONCLUSION**

70. For the reasons stated in this Sixth Report, the Monitor supports the relief sought by the FIGR Group in connection with the August 24 Motion. The Monitor respectfully submits to the Court this, its Sixth Report.

Dated this 19<sup>th</sup> day of August, 2021.

FTI Consulting Canada Inc.  
In its capacity as Monitor of  
FIGR Brands, Inc. and the other corporations in the FIGR Group



Jeffrey Rosenberg  
Senior Managing Director



Jodi Porepa  
Managing Director

**APPENDIX “A”**

**[ATTACHED]**

JUNE 28, 2021

**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 FIGR  
BRANDS, INC., FIGR NORFOLK INC. AND CANADA'S ISLAND GARDEN INC**

(each an "**Applicant**" and collectively, the "**Applicants**")

**MONITOR'S CERTIFICATE**

**RECITALS**

- A. The Applicants commenced these proceedings under the *Companies' Creditors Arrangement Act* on January 21, 2021 (the "**CCAA Proceedings**").
- B. Pursuant to an Order of the Honourable Justice Hailey of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated January 21, 2021, FTI Consulting Canada Inc. was appointed as monitor (the "**Monitor**") of the Applicants in the CCAA Proceedings.
- C. Pursuant to an Approval and Vesting Order of the Court dated June 10, 2021 (the "**Order**"), the Court approved the transactions (the "**Transactions**") contemplated by the Share Purchase Agreement (the "**Sale Agreement**") among FIGR Brands Inc. (the "**Vendor**"), Canada's Island Garden Inc. (the "**Purchased Entity**"), and 102604 P.E.I. Inc. (the "**Purchaser**") dated May 25, 2021, and ordered, *inter alia*, that: (i) all of Purchased Entity's right, title and interest in and to the Excluded Assets shall vest absolutely and exclusively in Residual Co.; (ii) all of the Vendor's right, title and interest in and to the Transferred Assets shall vest absolutely and exclusively in Purchased Entity; (iii) all of the Excluded Contracts and Excluded Liabilities shall be transferred to, assumed by and vest absolutely and exclusively in, Residual Co.; and (iv) all of the right, title and interest in and to the Purchased Shares shall vest absolutely and exclusively in the Purchaser, which vesting is, in each case, to be effective upon the delivery by the Monitor to the Purchaser of a certificate confirming that the Monitor has received written confirmation in the form and

substance satisfactory to the Monitor from the Purchaser and the Applicants that all conditions to closing have been satisfied or waived by the parties to the Sale Agreement.

C. Capitalized terms used but not defined herein have the meanings ascribed to them in the Order.

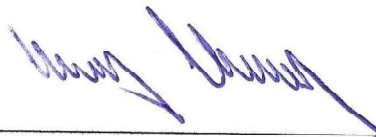
**THE MONITOR CERTIFIES** the following:

1. The Monitor has received written confirmation from the Purchaser and the Vendor, in form and substance satisfactory to the Monitor, that all conditions to closing have been satisfied or waived by the parties to the Sale Agreement.

2. This Monitor's Certificate was delivered by the Monitor at 2:00 p.m. on June 28, 2021 (the "**Closing Time**").

**FTI Consulting Canada Inc., in its capacity as  
Monitor of the Applicants, and not in its  
personal capacity**

Per:



---

Name: Jeffrey Rosenberg  
Title: Senior Managing Director

**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 FIGR BRANDS, INC., FIGR NORFOLK INC.  
AND CANADA'S ISLAND GARDEN INC.**

Court File No. CV-21-00655373-00CL

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

Proceeding Commenced at  
TORONTO

**MONITOR'S CERTIFICATE**

**Cassels Brock & Blackwell LLP**

2100 Scotia Plaza  
40 King Street West  
Toronto, ON M5H 3C2

**Ryan Jacobs LSO #: 59510J**

Tel: 416.860.6465  
E-mail: rjacobs@cassels.com

**Jane O. Dietrich, LSO #: 49302U**

Tel: 416.860.5223  
E-mail: jdietrich@cassels.com

Lawyers for FTI Consulting Canada Inc., in its capacity as  
Monitor

**APPENDIX “B”**

**[ATTACHED]**



# FIGR Brands, Inc. & FIGR Norfolk Inc.

Consolidated Cash Flow Projections

(\$CAD in thousands)

Forecast Week Ending	13-Aug-21	20-Aug-21	27-Aug-21	03-Sep-21	10-Sep-21	17-Sep-21	24-Sep-21	01-Oct-21	08-Oct-21	15-Oct-21	22-Oct-21	29-Oct-21	05-Nov-21	Total	
Forecast Week	[1]	1	2	3	4	5	6	7	8	9	10	11	12	13	
<b>Receipts</b>															
Receipts from Operation	[2]	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other Receipts	[3]	-	-	-	-	-	-	-	-	-	-	-	-	990	990
<b>Total Receipts</b>		-	-	-	-	-	-	-	-	-	-	-	-	990	990
<b>Operating Disbursements</b>															
Payroll and Employee Related Cost:	[4]	(40)	(15)	(48)	(30)	(10)	(53)	(10)	(68)	-	(38)	-	(38)	(6)	(356)
Rent and Property Taxes	[5]	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Taxes and Levies	[6]	-	-	(32)	-	-	-	(51)	-	-	-	-	(25)	-	(108)
Other Operating Expenses	[7]	(19)	(30)	(30)	(30)	(30)	(30)	(30)	(30)	(30)	(30)	(30)	(30)	(30)	(379)
Capital Expenditures	[8]	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total Operating Disbursements</b>		(59)	(45)	(110)	(60)	(40)	(83)	(91)	(98)	(30)	(68)	(30)	(93)	(36)	(843)
<b>Net Cash from Operations</b>		<b>(59)</b>	<b>(45)</b>	<b>(110)</b>	<b>(60)</b>	<b>(40)</b>	<b>(83)</b>	<b>(91)</b>	<b>(98)</b>	<b>(30)</b>	<b>(68)</b>	<b>(30)</b>	<b>(93)</b>	<b>954</b>	<b>147</b>
Restructuring Disbursements	[9]	(52)	(103)	(90)	(95)	(134)	(127)	(39)	(39)	(39)	(39)	(39)	(37)	(37)	(870)
KERP		-	-	-	-	-	(110)	-	-	-	-	-	-	-	(110)
<b>Total Restructuring Disbursements</b>		(52)	(103)	(90)	(95)	(134)	(127)	(149)	(39)	(39)	(39)	(39)	(37)	(37)	(980)
<b>NET CASH FLOWS</b>		<b>(111)</b>	<b>(148)</b>	<b>(200)</b>	<b>(155)</b>	<b>(174)</b>	<b>(210)</b>	<b>(240)</b>	<b>(137)</b>	<b>(69)</b>	<b>(107)</b>	<b>(69)</b>	<b>(130)</b>	<b>917</b>	<b>(833)</b>
<b>Cash</b>															
Beginning Balance		338	368	220	200	200	200	200	201	201	201	201	201	201	338
Net Receipts/ (Disbursements)		(111)	(148)	(200)	(155)	(174)	(210)	(240)	(137)	(69)	(107)	(69)	(130)	917	(833)
Advances from Net Proceeds of Sale		141	-	180	155	174	210	241	137	69	107	69	130	-	1,613
<b>Ending Balance</b>		<b>368</b>	<b>220</b>	<b>200</b>	<b>200</b>	<b>200</b>	<b>200</b>	<b>201</b>	<b>201</b>	<b>201</b>	<b>201</b>	<b>201</b>	<b>201</b>	<b>1,118</b>	<b>1,118</b>

<b>Advances from Net Proceeds of Sale</b>															
Opening Balance		1,133	1,274	1,274	1,454	1,609	1,783	1,993	2,233	2,370	2,440	2,547	2,615	2,746	1,133
Advances	[10]	141	-	180	155	174	210	241	137	69	107	69	130	-	1,613
<b>Ending Balance</b>		<b>1,274</b>	<b>1,274</b>	<b>1,454</b>	<b>1,609</b>	<b>1,783</b>	<b>1,993</b>	<b>2,234</b>	<b>2,370</b>	<b>2,439</b>	<b>2,547</b>	<b>2,616</b>	<b>2,745</b>	<b>2,746</b>	<b>2,746</b>

## Notes to the Consolidated Cash Flow Projections:

[1] The purpose of the Cashflow Projections is to estimate the liquidity requirements of FIGR Brands, Inc., and FIGR Norfolk Inc. ("FIGR" or the "Company") during the forecast period.

[2] Sale proceeds related to the sale of CIG and expected sale proceeds from the sale of Norfolk are not included as part forecast as part of this CCAA CFF.

[3] Forecast Other Receipts includes expected tax refunds.

[4] Forecast Payroll and Employee Related Costs are based on recent payroll amounts and future forecast amounts.

[5] Forecast Rent and Property Taxes include payments to landlord for Toronto head office space and property taxes on properties.

[6] Forecast Taxes and Levies include payments related to HST remittances.

[7] Forecast Other Operating Expenses include production, maintenance, utilities and other general and administrative costs.

[8] Forecast Capital Expenditures reflect estimated capital spending required to maintain normal course of business and comply with existing license requirements.

[9] Forecast Restructuring Disbursements include legal and financial advisor fees associated with the CCAA proceedings and are based on estimates provided by the advisors.

[10] Total DIP and accrued interest were repaid on July 8. Post-repayment of DIP, operations are being funded directly from Net Proceeds of sale as agreed to by the DIP Lender, Alliance One Tobacco Canada, Inc. ("AOTC").

**APPENDIX “E”**  
**[ATTACHED]**

**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 FIGR  
BRANDS, INC., FIGR NORFOLK INC. AND CANADA'S ISLAND GARDEN INC.  
(collectively, the "**Applicants**")

**AFFIDAVIT OF JEFFREY ROSENBERG  
(sworn August 19, 2021)**

I, Jeffrey Rosenberg, of the City of Toronto, in the Province of Ontario, MAKE OATH  
AND SAY:

1. I am a Senior Managing Director of FTI Consulting Canada Inc. ("**FTI**"), which was appointed as monitor ("**Monitor**") in the CCAA proceedings of the Applicants by the Initial Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated January 21, 2021 as amended and restated from time to time. As such, I have knowledge of the matters to which I depose except where stated to be on information and belief, and where so stated, I verily believe it to be true.

2. Pursuant to the Ancillary Order dated February 22, 2021, the Court approved the fees and disbursements, including Harmonized Sales Tax ("**HST**"), of FTI in the amount of \$499,753.78 incurred during the period from January 21, 2021 to February 7, 2021. Pursuant to the DIP Amendment and Fee Approval Order dated March 31, 2021, the Court approved the fees and disbursements, including HST, of FTI in the amount of \$840,150.82 incurred during the period from February 8, 2021 to March 14, 2021. Pursuant to the Stay Extension and Fee Approval Order dated April 30, 2021, the Court approved the fees and disbursements, including HST, of FTI in the amount of \$808,782.19 incurred during the period from March 15, 2021 to April 18, 2021. Pursuant to the Second Ancillary Order, dated June 10, 2021, the Court approved the fees and disbursements, including HST, of FTI in the amount of \$803,696.34 incurred during the period from April 19, 2021 to May 31, 2021

3. During the period from June 1, 2021 to August 8, 2021, FTI incurred fees and disbursements, including HST, in the amount of ~~!~~**The Formula Not In Table**. Particulars of the work performed are contained in the invoices (the "**Invoices**") attached hereto and marked as **Exhibit "A"** to this my affidavit.

4. Attached as **Exhibit "B"** is a schedule summarizing each Invoice in Exhibit "A", the total billable hours charged per Invoice, the total fees charged per Invoice and the average hourly rate charged per Invoice. The average hourly rate charged by FTI is \$745.80.

5. Attached as **Exhibit "C"** is a schedule summarizing the billing rates of each individual at FTI, as the case may be.

6. To the best of my knowledge, the rates charged by FTI throughout the course of these proceedings are comparable to the rates charged by other firms in the Toronto market for the provision of similar services, and the rates charged by FTI for services rendered in similar proceedings.

7. I have reviewed the affidavit of Ryan Jacobs of Cassels Brock & Blackwell LLP ("**Cassels**") sworn on August 19, 2021 and the accounts of Cassels attached thereto. Cassels is counsel to FTI as Monitor in the CCAA proceedings of the Applicants. To the best of my knowledge, the rates charged by Cassels throughout the course of these proceedings are comparable to the rates charged by other firms in the Toronto market for the provision of similar services, and the rates charged by Cassels for services rendered in similar proceedings

8. I make this affidavit in support of a motion for, *inter alia*, approval of the fees and disbursements of FTI and Cassels, and for no other or improper purpose.

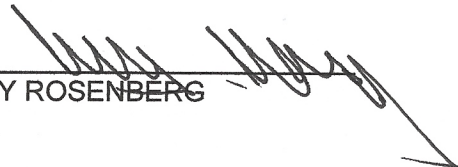
SWORN BEFORE ME over videoconference on this 19 day of August 2021. The affiant was located in the City of Toronto, in the Province of Ontario and the Commissioner was located in the City of Toronto, in the Province of Ontario. This affidavit was commissioned remotely as a result of COVID-19 and the declaration was administered in accordance with O. Reg 431/20.



\_\_\_\_\_  
Commissioner for Taking Affidavits

Kieran May / LSO#: 79672P

\_\_\_\_\_  
JEFFREY ROSENBERG



This is Exhibit "A" referred to in the affidavit of Jeffrey Rosenberg, affirmed before me by videoconference on August 19, 2021 in accordance with O.Reg. 431/20. The affiant was located in the City of Toronto in the Province of Ontario and I was located in the City of Toronto in the Province of Ontario



.....  
A Commissioner for Taking Affidavits

Commissioner:      Kieran May  
                                 LSO#: 79672P

**EXHIBIT "A"**

**True Copies of the Invoices issued to the Applicants  
for fees and disbursements incurred by  
FTI Consulting Canada Inc.**



**Invoice Remittance**

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

June 14, 2021  
FTI Invoice No. 29004868  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through June 6, 2021

---

---

	<b>CAD (\$)</b>
Professional Services.....	\$76,561.50
Expenses.....	\$0.00
Total Fees and Expenses.....	\$76,561.50
HST Registration No. 835718024RT0001 .....	\$9,953.00
Total Amount Due this Period.....	\$86,514.50
<b>Total Amount Due.....</b>	<b><u>\$86,514.50</u></b>

**Please Wire Transfer To:**

**Bank of Nova Scotia**  
**Scotia Plaza, 44 King Street West**  
**Toronto, ONT M5H 1H1**  
**Swift Code: NOSCCATT**  
**Bank Number: 002**  
**Beneficiary: FTI Consulting Canada Inc.**  
**Beneficiary account number: 476960861715**





## Invoice Summary

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

June 14, 2021  
FTI Invoice No. 29004868  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through June 6, 2021

### CCAA

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$990.00	20.00	\$19,800.00
Jodi Porepa	Managing Director	\$885.00	20.70	\$18,319.50
Graham McIntyre	Senior Consultant	\$565.00	18.00	\$10,170.00
Kathleen Foster	Executive Assistant I	\$145.00	0.30	\$43.50
<b>Total Hours and Fees</b>			<b>59.0</b>	<b>\$48,333.00</b>

### Sales Process

Name	Title	Rate	Hours	Total
Adam Zalev	Senior Managing Director	\$1,055.00	3.00	\$3,165.00
James Belcher	Senior Managing Director	\$905.00	13.80	\$12,489.00
Patrick Kennedy	Senior Consultant	\$505.00	24.90	\$12,574.50
<b>Total Hours and Fees</b>			<b>41.7</b>	<b>\$28,228.50</b>

HST Registration No. 835718024RT0001 \$9,953.00

**Invoice Total for Current Period** **\$86,514.50**

**PROFESSIONAL SERVICES**

**CCAA**

**Jeffrey Rosenberg**

06/01/21	Attend calls with management; attend calls with prospective purchaser; review of claims; work on closing matters; work on cash flow matters.	5.00	
06/02/21	Attend calls with management; attend calls with prospective purchaser; review of claims; work on closing matters; work on regulatory matters.	5.20	
06/03/21	Attend calls with management; attend calls with prospective purchaser; review of claims; work on closing matters; work on regulatory matters; work on Norfolk matters.	4.80	
06/04/21	Attend calls with management; attend calls with prospective purchaser; review of claims; work on closing matters; work on regulatory matters; work on cash flow matters.	5.00	
	\$990.00 per hour x total hrs of	20.00	\$19,800.00

**Jodi Porepa**

06/01/21	Review variance analysis; review and update court report; review affidavit; finalize cash flow forecast.	5.00	
06/02/21	Discuss preliminary list of transition items; review draft email to send out regarding Intercompany Claims Process; review variance analysis; internal discussions regarding same.	5.30	
06/03/21	Review proposed disbursements; review reconciliation of claims; discussions with management; review claims reconciliation; review ad hoc analysis; review steps needed to close; discussions with management in respect of same; internal discussions regarding close of sale.	4.90	
06/04/21	Review employee claims calculations; discussions with management with respect to same; review draft distribution calculations; review ad hoc analysis; review steps needed to close; discussions with management in respect of same; internal discussions regarding close of sale; review final legal documents; review and finalize Monitor's Report.	5.50	
	\$885.00 per hour x total hrs of	20.70	\$18,319.50

**Graham McIntyre**

06/01/21	Updating board slides and cash flow forecast; review of prior week variance analysis; uploading documents to monitor's website; review of prior week results relative to short-term cash flow forecast.	6.00	
06/02/21	Updating key date calendar and timeline; work on intercompany claims process; review of fees in affidavit; discussion with management regarding Sales and Investor Solicitation Process and transition activities.	5.00	
06/03/21	Discussions with management regarding upcoming disbursements; analysis and review of forecast receipts; review of short-term forecast against proposed disbursements; internal discussions regarding engagement matters.	4.00	
06/04/21	Updating and review of key dates calendar and timeline; internal discussions regarding engagement matters; review of termination and severance calculations.	3.00	
	\$565.00 per hour x total hrs of	18.00	\$10,170.00



*Invoice Activity*

**Kathleen Foster**

06/01/21	Website updates performed for FTI Case Sites for FIGR.	0.30	
	\$145.00 per hour x total hrs of	0.30	\$43.50

**Sales Process**

**Adam Zalev**

06/01/21	Review and comment on various sale process marketing and other related materials.	1.00	
06/02/21	Review and comment on various sale process marketing and other related materials.	0.50	
06/03/21	Review and comment on various sale process marketing and other related materials.	0.50	
06/04/21	Review and comment on various sale process marketing and other related materials.	1.00	
	\$1,055.00 per hour x total hrs of	3.00	\$3,165.00

**James Belcher**

06/01/21	Review of Monitors' report and providing comments on same; call with FIGR management regarding reporting requirements; correspondence regarding various closing matters and info requests.	2.90	
06/02/21	Call with management regarding information requests; call with FTI teams regarding various workstreams for pre-closing; review of schedules for Monitors' report; comments on Monitors' report.	3.20	
06/03/21	Calls with FTI regarding pre-closing matters; review of purchase price calculation in Share Purchase Agreement; correspondence with bidders; call with FTI, management and purchaser regarding planning for closing; review of budget/actual analysis.	5.10	
06/04/21	Correspondence with bidders regarding Monitors' report; review and comment on bidder correspondence; calls with FTI teams regarding pre-closing workstreams; review of pre-closing checklist.	2.60	
	\$905.00 per hour x total hrs of	13.80	\$12,489.00

**Patrick Kennedy**

06/01/21	Review and provide comments on Monitor's report; review and provide comments on David Hyde proposal; call with FIGR management pertaining to financial reporting matters; communication with Purchasers on various transaction closing matters.	6.90	
06/02/21	Advance of Monitor's report and supplementary schedules; call with FIGR Norfolk principals regarding third party site reports and employee matters; communication with Norfolk Purchaser regarding various closing matters; advance diligence matters pertaining to Norfolk closing; preliminary review of CIG financial reporting.	7.60	
06/03/21	Call with FIGR and CIG management pertaining to closing matters; prepare agenda pertaining to previous; review of CIG budget to actual results; communication with Norfolk Purchaser counsel pertaining to closing matters.	6.00	
06/04/21	Review and summarize key date milestones for FIGR transactions; communication with FIGR Norfolk Purchaser regarding various closing matters; communication regarding reporting needs from CIG and MD packaging settlement; review of revised David Hyde proposal.	4.40	
	\$505.00 per hour x total hrs of	24.90	\$12,574.50



**Invoice Remittance**

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

June 21, 2021  
FTI Invoice No. 29004875  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through June 13, 2021

---

---

	<b>CAD (\$)</b>
Professional Services.....	\$85,409.00
Expenses.....	\$0.00
Total Fees and Expenses.....	\$85,409.00
HST Registration No. 835718024RT0001 .....	\$11,103.17
Total Amount Due this Period.....	\$96,512.17
<b>Total Amount Due.....</b>	<b><u>\$96,512.17</u></b>

**Please Wire Transfer To:**

**Bank of Nova Scotia**  
**Scotia Plaza, 44 King Street West**  
**Toronto, ONT M5H 1H1**  
**Swift Code: NOSCCATT**  
**Bank Number: 002**  
**Beneficiary: FTI Consulting Canada Inc.**  
**Beneficiary account number: 476960861715**



## Invoice Summary

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

June 21, 2021  
FTI Invoice No. 29004875  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through June 13, 2021

### CCAA

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$990.00	24.10	\$23,859.00
Jodi Porepa	Managing Director	\$885.00	21.90	\$19,381.50
Graham McIntyre	Senior Consultant	\$565.00	45.10	\$25,481.50
Kathleen Foster	Executive Assistant I	\$145.00	0.60	\$87.00
<b>Total Hours and Fees</b>			<b>91.7</b>	<b>\$68,809.00</b>

### Sales Process

Name	Title	Rate	Hours	Total
Adam Zalev	Senior Managing Director	\$1,055.00	2.50	\$2,637.50
James Belcher	Senior Managing Director	\$905.00	6.50	\$5,882.50
Patrick Kennedy	Senior Consultant	\$505.00	16.00	\$8,080.00
<b>Total Hours and Fees</b>			<b>25.0</b>	<b>\$16,600.00</b>

**HST Registration No. 835718024RT0001** **\$11,103.17**

**Invoice Total for Current Period** **\$96,512.17**

**PROFESSIONAL SERVICES**

**CCAA**

**Jeffrey Rosenberg**

06/07/21	Review of Memorandum of Understanding; review of Factum; work on Norfolk license matters; contract call review with Blakes and purchaser; look into lien on PEI facility; calls with potential purchaser; work on claims matter.	4.50	
06/08/21	Work on regulatory matters; work on customer matters; calls with management; calls with prospective purchaser.	3.30	
06/09/21	Work on cash flows; correspondence from DIP Lenders legal counsel; prepare for court; work on claims; work on regulatory matters; review of variance analysis; work on creditor issues and attend various calls regarding the same.	5.50	
06/10/21	Work on closing matters; work on Norfolk matters; work on employee matters; prepare for and attend court; work on claims matters; review of cash flow forecast; call with prospective purchaser.	5.20	
06/11/21	Work on claims matters; work on licensing matters; review of court documents; work on closing matters; calls with management; calls with purchaser; calls regarding assets.	5.60	
	<u>\$990.00 per hour x total hrs of</u>	<u>24.10</u>	<u>\$23,859.00</u>

**Jodi Porepa**

06/07/21	Review variance analysis; review ad hoc financial reconciliations; review East results; review debtor application materials.	3.50	
06/08/21	Review workstreams to close; review workstreams beyond close; review actual disbursements and receipts; review collection reconciliation.	3.90	
06/09/21	Call with management to discuss workstreams to close; review ad hoc claims; review claims reconciliations; review updated claims register; review updated distribution analysis.	4.40	
06/10/21	Review variance analysis; call with management to review disbursements; call with East management to discuss proposed disbursements and results to date; review updated claims register; review updated distribution analysis.	5.00	
06/11/21	Internal calls to review financial analysis; prepare for claims review call; call with counsel regarding claims outstanding; discuss claims register; review updated distributions; review updated employee claims.	5.10	
	<u>\$885.00 per hour x total hrs of</u>	<u>21.90</u>	<u>\$19,381.50</u>

**Graham McIntyre**

06/07/21	Review prior week variance analysis; review of prior week results relative to short-term cash flow forecast; review of current week disbursements; drafting communications regarding intercompany claims process; internal discussions regarding engagement matters.	8.30	
06/08/21	Internal discussions regarding engagement matters; discussions with management regarding prior week variance analysis; review of prior week variance analysis; updating claims register and distribution of proceeds analysis; discussions with Applicant's counsel regarding employee claims procedure.	9.00	

*Invoice Activity*

06/09/21	Review of Post-filing intercompany transactions; review of upcoming week's disbursements and current week receipts; review of claims to be disallowed; discussions with management regarding transition activities; internal discussions regarding engagement matters.	8.80	
06/10/21	Discussions with management regarding upcoming disbursements; analysis and review of forecast receipts; review of short-term forecast against proposed disbursements; internal discussions regarding engagement matters; communications regarding intercompany claims and employee claims processes; review of claims and drafting notices of disallowance.	8.50	
06/11/21	Review and discussion of claims with counsel; drafting notices of disallowance; calculations and analysis of employee claims; mailing out notice regarding intercompany claims process; uploading documents to the monitor's website.	10.50	
	\$565.00 per hour x total hrs of	45.10	\$25,481.50

**Kathleen Foster**

06/07/21	Website updates performed for FTI Case Sites for FIGR.	0.30	
06/11/21	Website updates performed for FTI Case Sites for FIGR.	0.30	
	\$145.00 per hour x total hrs of	0.60	\$87.00

**Sales Process**

**Adam Zalev**

06/08/21	Review and comment on various sale process marketing and other related materials.	1.00	
06/10/21	Review and comment on various sale process marketing and other related materials.	1.00	
06/11/21	Review and comment on various sale process marketing and other related materials.	0.50	
	\$1,055.00 per hour x total hrs of	2.50	\$2,637.50

**James Belcher**

06/07/21	Calls with FTI teams regarding various workstreams; correspondence regarding schedules to agreement.	1.40	
06/08/21	Calls with FTI regarding various pre-closing items; review of financial reporting materials provided; updates regarding purchaser outstanding items.	1.60	
06/09/21	Call with FTI and management regarding pre-closing matters; review of cash flow variances; correspondence with bidder counsel.	1.90	
06/10/21	Correspondence regarding pre-closing matters; review of pre-closing checklist.	1.10	
06/11/21	Correspondence regarding accounting matters.	0.50	
	\$905.00 per hour x total hrs of	6.50	\$5,882.50

**Patrick Kennedy**

06/07/21	Call with CIG and FIGR management pertaining to material contracts; review and preparation for call regarding previous; matters pertaining to purchase price adjustments for CIG transaction; closing matters pertaining to Norfolk transaction and communication with purchaser counsel; updates to closing items tracker pertaining to all previous.	6.70	
----------	--	------	--

*Invoice Activity*

---

06/08/21	Call with CIG pertaining to transaction related reporting; review of financial information from CIG pertaining to previous; internal correspondence pertaining to transaction key milestone dates; matters pertaining to third party proposal for Norfolk and nominee company.	4.30	
06/09/21	Call with FIGR related to transaction transition matters; review of purchase agreements to update key milestone dates pertaining to transactions; communication related to Norfolk third party proposal.	3.00	
06/10/21	Matters pertaining to key milestone dates pertaining to purchase agreements; communication with Norfolk purchaser regarding third party proposal.	1.50	
06/11/21	Matters pertaining to third party proposal; communication with Norfolk purchaser regarding previous items.	0.50	
	\$505.00 per hour x total hrs of	16.00	\$8,080.00

---





**Invoice Remittance**

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

June 29, 2021  
FTI Invoice No. 29004881  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through June 20, 2021

---

---

	<b>CAD (\$)</b>
Professional Services.....	\$100,532.50
Expenses.....	\$0.00
Total Fees and Expenses.....	\$100,532.50
HST Registration No. 835718024RT0001 .....	\$13,069.23
Total Amount Due this Period.....	\$113,601.73
<b>Total Amount Due.....</b>	<b><u>\$113,601.73</u></b>

**Please Wire Transfer To:**

**Bank of Nova Scotia**  
**Scotia Plaza, 44 King Street West**  
**Toronto, ONT M5H 1H1**  
**Swift Code: NOSCCATT**  
**Bank Number: 002**  
**Beneficiary: FTI Consulting Canada Inc.**  
**Beneficiary account number: 476960861715**



## Invoice Summary

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

June 29, 2021  
FTI Invoice No. 29004881  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through June 20, 2021

### CCAA

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$990.00	22.80	\$22,572.00
Jodi Porepa	Managing Director	\$885.00	28.20	\$24,957.00
Graham McIntyre	Senior Consultant	\$565.00	43.30	\$24,464.50
<b>Total Hours and Fees</b>			<b>94.3</b>	<b>\$71,993.50</b>

### Sales Process

Name	Title	Rate	Hours	Total
Adam Zalev	Senior Managing Director	\$1,055.00	3.00	\$3,165.00
James Belcher	Senior Managing Director	\$905.00	9.40	\$8,507.00
Patrick Kennedy	Senior Consultant	\$505.00	33.40	\$16,867.00
<b>Total Hours and Fees</b>			<b>45.8</b>	<b>\$28,539.00</b>

**HST Registration No. 835718024RT0001** **\$13,069.23**

**Invoice Total for Current Period** **\$113,601.73**

**PROFESSIONAL SERVICES**

**CCAA**

**Jeffrey Rosenberg**

06/14/21	Work on sale closing matters; work on employee matters; review of variances; attend calls with management; attend calls with legal counsel.	4.80	
06/15/21	Review of sale closing documents; work on closing matters; work on employee matters; calls with management; calls with legal counsel	4.20	
06/16/21	Review of disbursements; working on closing matters; calls with legal counsel; calls with management; work on regulatory matters.	4.60	
06/17/21	Work on regulatory matters; work on cash flow matters; calls with management; calls with legal counsel.	4.80	
06/18/21	Review of closing documents; review cash flows; calls with management; calls with legal counsel.	4.40	
\$990.00 per hour x total hrs of		22.80	\$22,572.00

**Jodi Porepa**

06/14/21	Review draft employee calculations and update; review notices of disallowance and update; review variance analysis; review East budget; internal call to discuss financial reconciliations.	6.50	
06/15/21	Review updated employee preliminary calculations; internal discussions regarding close of sale; internal discussions regarding employee claims; discussion with Bennett Jones regarding employee claims and other ad hoc financial items; review draft Memorandum of Understanding; review revisions to Notices of Disallowance.	6.20	
06/16/21	Review proposed disbursements; review East budget weekly and cumulative variance analysis; review East proposed disbursements and discuss same with management; review and finalize employee claims statements.	4.60	
06/17/21	Weekly call to review disbursements; review East budget variance analysis; review East proposed disbursements and discuss same with Management; review and finalize Employee calculations and estimated claims; follow up with counsel regarding employee claims; daily close call with Bennett Jones, Cassels Brock and Blakes.	5.40	
06/18/21	Daily close call; review closing items related to Balance Sheet items; follow up on proposed disbursements; review employee analysis; review updated distribution analysis.	5.50	
\$885.00 per hour x total hrs of		28.20	\$24,957.00

**Graham McIntyre**

06/14/21	Updating notices of disallowance; review of employee claim calculations; review of prior week variance analysis; internal discussions regarding closing matters.	8.80	
06/15/21	Revisions to notices of disallowance; work on employee claims procedure; internal discussions regarding engagement matters; communication to claimants.	7.00	
06/16/21	Calculations and analysis of employee claims; internal and counsel discussions regarding employee claims; communication to employee claimants; discussions with management regarding transition activities.	7.50	

## *Invoice Activity*

06/17/21	Discussions with management regarding upcoming disbursements; analysis and review of forecast receipts; review of short-term forecast against proposed disbursements; internal discussions regarding engagement matters; work on employee claims procedure and calculation of vacation liabilities.	14.00	
06/18/21	Revisions to employee claim calculations and employee claim summary; updating and finalizing prior week variance analysis; sending notices of revision or disallowance to claimants; internal discussions regarding engagement matters.	6.00	
	\$565.00 per hour x total hrs of	43.30	\$24,464.50

### Sales Process

#### Adam Zalev

06/15/21	Matters pertaining to finalizing purchase agreement and moving towards closing.	1.00	
06/16/21	Matters pertaining to finalizing purchase agreement and moving towards closing.	1.00	
06/18/21	Matters pertaining to finalizing purchase agreement and moving towards closing.	1.00	
	\$1,055.00 per hour x total hrs of	3.00	\$3,165.00

#### James Belcher

06/14/21	Calls with FTI regarding various pre-closing items; review of financial reporting materials provided.	1.10	
06/15/21	Review of May financial statements; correspondence regarding licensing; correspondence regarding pre-closing diligence; review of closing matters and checklist.	1.90	
06/16/21	Calls with FTI regarding purchase price calculation and review of updated schedules; call with FTI and management regarding accounting and closing matters.	2.10	
06/17/21	Call with FTI regarding bidder strategy; call with counsel regarding same; call with FTI regarding working capital adjustments.	1.80	
06/18/21	Call with FTI regarding working capital adjustments; review of Asset Purchase Agreement amendment, and comments regarding same; call with purchaser, license advisor and counsel regarding Health Canada applications; call with FTI to review revised working capital analysis.	2.50	
	\$905.00 per hour x total hrs of	9.40	\$8,507.00

#### Patrick Kennedy

06/14/21	Create and advance model for CIG working capital adjustment; matters pertaining to Norfolk site visit for appraisal.	3.90	
06/15/21	Facilitate site appraisal at FIGR Norfolk; matters pertaining to employee contracts; review and analysis of Accounts Receivable and Accounts Payables sub ledgers pertaining to CIG purchase price working capital adjustment.	7.40	
06/16/21	Advance financial analysis pertaining to CIG Purchase Price working capital adjustment; call with FIGR pertaining to accounting treatment of proposed transactions; call with FIGR Norfolk pertaining to site visit from appraiser; matters related to disclaimed contracts; call with FIGR management to discuss status of closing matters.	8.00	

*Invoice Activity*

---

06/17/21	Call with CIG accounting team pertaining to reporting for CIG purchase price adjustment; call with Cassels to discuss Norfolk Asset Purchase Agreement key dates; advance of CIG purchase price working capital analysis; emails pertaining to Norfolk matters.	7.70	
06/18/21	Call with CIG accounting team pertaining to purchase price reporting matters; advance of CIG working capital adjustment in advance of closing; review of June 11 budget to actual pertaining to previous; call related to various Norfolk matters.	6.40	
	\$505.00 per hour x total hrs of	33.40	\$16,867.00

---



**Invoice Remittance**

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

June 30, 2021  
FTI Invoice No. 29004898  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through June 30, 2021

	<b>CAD (\$)</b>
Professional Services.....	\$169,317.00
Expenses.....	\$0.00
Total Fees and Expenses.....	\$169,317.00
HST Registration No. 835718024RT0001 .....	\$22,011.21
Total Amount Due this Period.....	\$191,328.21
<b>Total Amount Due.....</b>	<b><u>\$191,328.21</u></b>

**Please Wire Transfer To:**

**Bank of Nova Scotia**  
**Scotia Plaza, 44 King Street West**  
**Toronto, ONT M5H 1H1**  
**Swift Code: NOSCCATT**  
**Bank Number: 002**  
**Beneficiary: FTI Consulting Canada Inc.**  
**Beneficiary account number: 476960861715**



## Invoice Summary

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

June 30, 2021  
FTI Invoice No. 29004898  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through June 30, 2021

### CCAA

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$990.00	45.30	\$44,847.00
Jodi Porepa	Managing Director	\$885.00	41.60	\$36,816.00
Graham McIntyre	Senior Consultant	\$565.00	48.40	\$27,346.00
<b>Total Hours and Fees</b>			<b>135.3</b>	<b>\$109,009.00</b>

### Sales Process

Name	Title	Rate	Hours	Total
Adam Zalev	Senior Managing Director	\$1,055.00	5.30	\$5,591.50
James Belcher	Senior Managing Director	\$905.00	29.10	\$26,335.50
Patrick Kennedy	Senior Consultant	\$505.00	56.20	\$28,381.00
<b>Total Hours and Fees</b>			<b>90.6</b>	<b>\$60,308.00</b>

**HST Registration No. 835718024RT0001** **\$22,011.21**

**Invoice Total for Current Period** **\$191,328.21**

**PROFESSIONAL SERVICES**

**CCAA**

**Jeffrey Rosenberg**

06/21/21	Work on closing matters; calls with management; calls with legal counsel; review of documentation and correspondence.	5.20	
06/22/21	Work on closing matters; review of cash flow; calls with management; calls with legal counsel; review of documentation and correspondence.	5.60	
06/23/21	Work on closing matters; review of employee matters; ; calls with management; calls with legal counsel; review of documentation and correspondence.	5.80	
06/24/21	Work on closing matters; work on claims matters; calls with management; calls with legal counsel; review of documentation and correspondence.	6.80	
06/25/21	Work on closing matters; review of cash flow; calls with management; calls with legal counsel; review of documentation and correspondence.	6.50	
06/28/21	Review of budget to actuals; work on claims matters; review of and execution of court documents; call with management; call with legal counsel.	6.50	
06/29/21	Review amendment to Norfolk Asset Purchase Agreement; review of cash flows; calls with management; calls with legal counsel; work on distribution analysis for Pyxus.	4.60	
06/30/21	Work on employee matters; review of disbursements; review of funding request; work on insurance matters; work on Accounts Receivable matters; work on APA extension matters; calls with management.	4.30	
	\$990.00 per hour x total hrs of	45.30	\$44,847.00

**Jodi Porepa**

06/21/21	Daily close call; call with counsel to discuss Norfolk employees; review and update employee calculations; review and update flow of funds; review purchase price adjustments to transferred assets; review and update Pyxus ad hoc financial analysis.	7.00
06/22/21	Discussions regarding closing items; prepare preliminary Flow of Funds; review updated analysis regarding close of sale; discussions with management regarding same.	7.00
06/23/21	Update employee calculations; discussion with management and East management regarding outstanding Accounts Payable; revise employee calculations; review and update Senior Management calculations; discuss same with counsel.	5.50
06/24/21	Review documents needed for close; daily close call with counsel; discussions regarding employment calculations; discussions regarding employee terminations; review of employee termination calculations; review updated distribution analysis; review updated ad hoc financial analysis.	7.10
06/25/21	Review documents needed for close; daily close call with counsel; discussions regarding employment calculations; discussions regarding employee terminations; review of employee termination calculations; review updated distribution analysis; review updated ad hoc financial analysis.	6.50
06/28/21	Review preliminary variance analysis; review transition plan; status update and next steps; review employee analysis; draft response to ad hoc enquiries; review Notice of Disallowance.	2.50



## *Invoice Activity*

06/29/21	Calls with management to discuss next steps; call with purchaser and Senior Management to discuss Head Office; call with counsel and Chief Financial Officer to discuss termination of contracts and termination of Head Office lease; review draft termination; internal call on status update; review and update financial analysis for Pyxus.	4.00	
06/30/21	Review variance analysis; review Notice of Disputes received; call with management to discuss transition and proposed disbursements.	2.00	
	\$885.00 per hour x total hrs of	41.60	\$36,816.00

### Graham McIntyre

06/21/21	Review prior week variance analysis; review of prior week results relative to short-term cash flow forecast; ad hoc analysis regarding engagement matters; updating distribution of proceeds analysis and claims register; updating key date calendar and timeline; internal discussions regarding Sales and Investor Solicitation Process; work on the intercompany claims process; internal discussions regarding engagement matters, revisions to employee claims calculations.	8.50	
06/22/21	Ad hoc analysis for CIG transaction; review of prior week variance analysis; analysis of professional fees to date and forecasted fees; internal discussions regarding engagement matters; review of current week disbursements.	7.50	
06/23/21	Internal discussions regarding engagement matters; communication; review of Norfolk employees; review and update of employee claim statements; adjustments to employee claim calculations; communication to employee claimants; drafting notices of revision or disallowance; updating claims register and distribution of proceeds analysis.	6.50	
06/24/21	Discussions with management regarding upcoming disbursements; analysis and review of forecast receipts; review of short-term forecast against proposed disbursements; internal discussions regarding engagement matters; discussions with management regarding transition activities; work related to employee claims procedure.	8.30	
06/25/21	Updating claims register; ad hoc analysis related to CIG transaction; discussions and review regarding vacation calculations; updates to employee claim calculations.	4.00	
06/28/21	Review of prior week variance analysis; internal discussions regarding closing matters; delivering Notice of Dispute or Revision to claimant; review of short-term forecast against proposed disbursements.	4.50	
06/29/21	Communications with employees regarding employee claims procedure matters; communications regarding claims procedure; review or prior week variance analysis; discussions and review of slide decks and cash flow forecast for board presentation.	9.50	
06/29/21	Reversal of time entered on the incorrect date.	-9.50	
06/29/21	Review of Notice of Dispute/Revision or Disallowance; review of ongoing key tasks and activities and their relation to transition; requiring key personnel at FIGR; review of prior week variance analysis; internal discussions regarding closing matters; communication to employee claimants.	5.30	
06/30/21	Internal discussions regarding engagement matters; discussions with employee claimants; disbursement review.	3.80	
	\$565.00 per hour x total hrs of	48.40	\$27,346.00

**Sales Process**

**Adam Zalev**

06/21/21	Matters pertaining to transaction closing.	1.00	
06/22/21	Matters pertaining to transaction closing.	1.00	
06/23/21	Matters pertaining to transaction closing.	1.00	
06/24/21	Matters pertaining to transaction closing.	1.00	
06/25/21	Matters pertaining to transaction closing.	1.30	
	\$1,055.00 per hour x total hrs of	5.30	\$5,591.50

**James Belcher**

06/21/21	Calls with FTI regarding funding and closing issues; call with purchaser counsel regarding outside date; call with FTI regarding purchase price calculation; review of revised schedules and purchase price update.	3.50	
06/22/21	Review of purchase price calculation; review of closing checklist; calls with FTI teams regarding purchase price analysis; call with purchaser, purchaser counsel and FTI regarding same; calls with FTI to debrief.	6.20	
06/23/21	Various calls with FTI teams regarding pre-closing matters; calls with purchaser counsel regarding updates; working capital calculations.	4.60	
06/24/21	Review of revised working capital calculations; call with FTI teams to review calculations and analyze changes; calls with purchaser counsel regarding status; calls with company and monitor counsel regarding purchaser correspondence; review of same.	7.50	
06/25/21	Call with purchaser and respective counsels regarding working capital adjustment and interpretation; calls with company and monitor counsel regarding proposal on working capital; calls with FTI and purchaser counsel; email correspondence regarding closing; review of schedules.	5.10	
06/26/21	Correspondence regarding closing status.	0.50	
06/28/21	Calls with FTI regarding closing; correspondence with purchaser counsel; call with FTI regarding Norfolk status; review of extension re same.	0.90	
06/29/21	Review of Accounts Receivable schedules.	0.30	
06/30/21	Call with FTI regarding Accounts Receivable reports.	0.50	
	\$905.00 per hour x total hrs of	29.10	\$26,335.50

**Patrick Kennedy**

06/21/21	Call with Norfolk Purchaser to discuss closing items; call with Cassels to discuss Norfolk outside date; review and update CIG Purchase Price calculation; drafting of flow of funds; call with counsel to discuss outstanding closing items; analysis of subledger schedules impacting CIG purchase price.	9.90	
06/22/21	Updates to CIG Purchase Price adjustment pertaining to new financial schedules from CIG; call with CIG Purchaser and counsel to discuss closing purchase price calculation; draft purchase price allocation schedule for Transferred Assets pertaining to CIG transaction; review and analysis of budget to actual for CIG and impact on purchase price adjustment; provide comments on Norfolk Asset Purchase Agreement amendment.	9.70	

*Invoice Activity*

---

06/23/21	Drafting schedules to support purchase price adjustment; call with CIG Purchaser and counsel to discuss closing items; review of CIG Subscription & Share Purchase Agreement pertaining to purchase price adjustment mechanics; call to discuss updated flow of funds; further analysis into CIG purchaser price adjustment.	8.40	
06/24/21	Call with FIGR management to discuss closing items; multiple calls with counsel to discuss proposed purchase price adjustment from purchaser; matters and analysis pertaining to proposed CIG Purchase Price calculation from purchaser; correspondence with Purchaser regarding wire details for claim vendors; amendments to draft flow of funds schedule for CIG closing.	9.40	
06/25/21	Call with counsel to discuss Excluded Liabilities; updates to flow of funds for closing; calls with Gowlings regarding wire instruction details for CIG closing; prepare final supporting purchase price schedules for CIG closing; multiple calls with FTI and counsel regarding same..	8.50	
06/28/21	CIG closing matters; matters pertaining to Norfolk Asset Purchase Agreement amendment; initiate claims wires per CIG Subscription and Share Purchase Agreement; correspondence with CIG related to overdue Accounts Receivable.	3.00	
06/29/21	Analysis of overdue CIG Accounts Receivable; internal call to review closing purchasing price analysis; matters pertaining to CIG and Norfolk closing.	3.70	
06/30/21	Matters pertaining to Norfolk Asset Purchase Agreement amendment; advance of overdue Accounts Receivable analysis pertaining to CIG Subscription & Share Purchase Agreement; internal call regarding previous; correspondence with K. Smith regarding MD packaging settlement and other Accounts Receivable matters.	3.60	
\$505.00 per hour x total hrs of		56.20	\$28,381.00

---



**Invoice Remittance**

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

July 19, 2021  
FTI Invoice No. 29004913  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through July 11, 2021

---

---

	<b>CAD (\$)</b>
Professional Services.....	\$76,543.50
Expenses.....	\$0.00
Total Fees and Expenses.....	\$76,543.50
HST Registration No. 835718024RT0001 .....	\$9,950.66
Total Amount Due this Period.....	\$86,494.16
<b>Total Amount Due.....</b>	<b><u>\$86,494.16</u></b>

**Please Wire Transfer To:**

**Bank of Nova Scotia**  
**Scotia Plaza, 44 King Street West**  
**Toronto, ONT M5H 1H1**  
**Swift Code: NOSCCATT**  
**Bank Number: 002**  
**Beneficiary: FTI Consulting Canada Inc.**  
**Beneficiary account number: 476960861715**



## Invoice Summary

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

July 19, 2021  
FTI Invoice No. 29004913  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through July 11, 2021

### CCAA

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$990.00	22.70	\$22,473.00
Jodi Porepa	Managing Director	\$885.00	19.00	\$16,815.00
Graham McIntyre	Senior Consultant	\$565.00	45.20	\$25,538.00
<b>Total Hours and Fees</b>			<b>86.9</b>	<b>\$64,826.00</b>

### Sales Process

Name	Title	Rate	Hours	Total
Adam Zalev	Senior Managing Director	\$1,055.00	1.00	\$1,055.00
James Belcher	Senior Managing Director	\$905.00	3.30	\$2,986.50
Patrick Kennedy	Senior Consultant	\$505.00	15.20	\$7,676.00
<b>Total Hours and Fees</b>			<b>19.5</b>	<b>\$11,717.50</b>

**HST Registration No. 835718024RT0001** **\$9,950.66**

**Invoice Total for Current Period** **\$86,494.16**

**PROFESSIONAL SERVICES**

**CCAA**

**Jeffrey Rosenberg**

07/01/21	Attend call with Pyxus regarding employee matters.	1.00	
07/02/21	Work on transition matters; work on claims matters; attend call regarding transition matters; work on Health Canada matters for Norfolk; work on contract disclaimers; work on insurance matters.	4.00	
07/05/21	Work on employee matters; work on DIP matters; work on cash flow matters; work on purchaser matters; work on claims matters.	4.00	
07/06/21	Attend call regarding Health Canada issues; call with Pyxus; call regarding accounts receivables; call with legal counsel; work on claims matters; calls with management.	4.30	
07/07/21	Work on DIP repayment matters; work on employee matters; work on claim matters; correspondence from FIGR purchaser; work with respect to overdue accounts receivable.	3.20	
07/08/21	Call regarding employee matters; call with purchaser's legal counsel; review of disbursements; call regarding disclaimers; call regarding overdue accounts receivable; work on insurance matters; call with DIP lender; work on DIP repayment.	3.70	
07/09/21	Review of correspondence regarding Norfolk Health Canada matters and further delays caused by purchaser; work on tax refund matters; work on employee matters; review of inter-company amounts; work on claims matters; call with Blakes.	2.50	
	\$990.00 per hour x total hrs of	22.70	\$22,473.00

**Jodi Porepa**

07/02/21	Internal status update; discussion with Management regarding handover; discussion with Management regarding wind down; discussion regarding employee claims and calculations; discussions regarding next steps.	2.50	
07/05/21	Discussions with management regarding employee related calculations; review proposed distribution analysis; respond to ad hoc enquiries from creditors and employees; discussions with counsel regarding vacation pay; discussions with counsel regarding repayment of DIP.	4.50	
07/06/21	Discussions with management regarding employee related calculations; review proposed distribution analysis; respond to ad hoc enquiries from creditors and employees; discussions with counsel regarding vacation pay; discussions with counsel regarding repayment of DIP; discussions with management regarding disputed claim; discuss accounts receivable reconciliation.	4.50	
07/07/21	Address RRSP questions and next steps; review DIP repayment calculation; review updated employee claims; review disputed claim reconciliation; review proposed accrual payments; review and discuss certain outstanding receivables; follow up on employee claim calculations.	5.50	
07/09/21	Address RRSP questions and next steps; review DIP repayment calculation; review updated employee claims; review disputed claim reconciliation; review proposed accrual payments; review and discuss certain outstanding receivables; follow up on employee claim calculations.	2.00	
	\$885.00 per hour x total hrs of	19.00	\$16,815.00

**Graham McIntyre**

07/02/21	Discussions with management regarding transition activities; internal discussions regarding engagement matters; issuance of employee claim statements for terminated employees; discussions with management regarding vacation calculations.	4.30	
07/05/21	Review prior week variance analysis; updating claims register; distribution of proceeds analysis; internal discussions regarding engagement matters; review of certain claims; communication to employee claimant.	9.80	
07/06/21	Review prior week variance analysis; review of professional fees; communication regarding Employee Claims Procedure; review of certain employee claim calculations; review of certain claims; review of HST refunds; communication to employee claimants.	6.00	
07/07/21	Internal discussions regarding engagement matters; discussions with management regarding upcoming disbursements; communications regarding Employee Claim Procedure; review and updates to certain employee claim calculations; ad-hoc analysis related to CIG transaction; calculation and review of DIP repayment amounts.	10.30	
07/08/21	Discussions with counsel regarding closing matters; review of short-term forecast against proposed disbursements, ad-hoc analysis related to CIG transaction; coordinating repayment of DIP and processing wire; review of CRA refunds.	8.50	
07/09/21	Drafting Notice of Dispute/Revision; review of ongoing key tasks and activities and their relation to transition; ad hoc analysis related to CIG transaction; communications with employees regarding employee claims procedure matters, internal discussions regarding engagement matters.	6.30	
	\$565.00 per hour x total hrs of	45.20	\$25,538.00

**Sales Process**

**Adam Zalev**

07/07/21	<u>Matters pertaining to closing.</u>	1.00	
	\$1,055.00 per hour x total hrs of	1.00	\$1,055.00

**James Belcher**

07/02/21	Correspondence regarding Norfolk sale.	0.50	
07/05/21	Correspondence regarding Norfolk sale.	0.50	
07/06/21	Internal calls regarding Norfolk; review of correspondence with Norfolk purchaser.	1.50	
07/07/21	Correspondence regarding Norfolk.	0.40	
07/09/21	Review of Norfolk correspondence.	0.40	
	\$905.00 per hour x total hrs of	3.30	\$2,986.50

**Patrick Kennedy**

07/02/21	Call with FIGR management regarding post-closing transitional items; matters pertaining to Norfolk asset sale; matters and correspondence with CIG pertaining to overdue Accounts Receivable.	2.00	
07/05/21	Matters pertaining to CIG and Norfolk closing matters; call with Norfolk Purchaser on transaction structure and Health Canada matters.	2.00	
07/06/21	Matters pertaining to CIG overdue receivables; matters pertaining to Norfolk closing and communication with Purchaser.	2.50	







**Invoice Remittance**

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

July 26, 2021  
FTI Invoice No. 29004919  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through July 18, 2021

---

---

	<b>CAD (\$)</b>
Professional Services.....	\$59,398.00
Expenses.....	\$0.00
Total Fees and Expenses.....	\$59,398.00
HST Registration No. 835718024RT0001 .....	\$7,721.74
Total Amount Due this Period.....	\$67,119.74
<b>Total Amount Due.....</b>	<b><u>\$67,119.74</u></b>

**Please Wire Transfer To:**

**Bank of Nova Scotia**  
**Scotia Plaza, 44 King Street West**  
**Toronto, ONT M5H 1H1**  
**Swift Code: NOSCCATT**  
**Bank Number: 002**  
**Beneficiary: FTI Consulting Canada Inc.**  
**Beneficiary account number: 476960861715**



## Invoice Summary

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

July 26, 2021  
FTI Invoice No. 29004919  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through July 18, 2021

### CCAA

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$990.00	17.00	\$16,830.00
Jodi Porepa	Managing Director	\$885.00	19.20	\$16,992.00
Graham McIntyre	Senior Consultant	\$565.00	24.30	\$13,729.50
Kathleen Foster	Executive Assistant I	\$145.00	0.30	\$43.50
<b>Total Hours and Fees</b>			<b>60.8</b>	<b>\$47,595.00</b>

### Sales Process

Name	Title	Rate	Hours	Total
James Belcher	Senior Managing Director	\$905.00	3.50	\$3,167.50
Patrick Kennedy	Senior Consultant	\$505.00	17.10	\$8,635.50
<b>Total Hours and Fees</b>			<b>20.6</b>	<b>\$11,803.00</b>

**HST Registration No. 835718024RT0001** **\$7,721.74**

**Invoice Total for Current Period** **\$67,119.74**

**PROFESSIONAL SERVICES**

**CCAA**

**Jeffrey Rosenberg**

07/12/21	Work on RRSP matters; work on CRA collections; work on receivable collections; attend various calls.	4.50	
07/13/21	Work on employee matters; work on Norfolk licensing matters; work on claims matters; work on purchaser matters.	3.10	
07/14/21	Call with former employee; call with Cassels Brock; work on purchaser matters; work on license matters; work on disclaimers; work on collection of accounts receivable; work on IT transition matters.	4.30	
07/15/21	Work on Health Canada matters; work on purchaser matters; work on claims.	1.70	
07/16/21	Attend update call; attend IT transition call; attend call with Pyxus regarding severance matters; review emails regarding severance matters; correspondence from purchaser; review of overdue accounts receivable; work on disclaimers.	3.40	
	<u>\$990.00 per hour x total hrs of</u>	<u>17.00</u>	<u>\$16,830.00</u>

**Jodi Porepa**

07/12/21	Review of proposed employee related claims; review RRSP contribution calculations; review wind down operations; review status of wind down of head office; review updated notice of disallowances; review updated vacation pay calculations; review updated employee calculations; discuss with counsel regarding same.	3.70	
07/13/21	Review of proposed employee related claims; review RRSP contribution calculations; review wind down operations; review status of wind down of head office; review updated notice of disallowances; review variance analysis; review DIP draws; coordinate DIP wire.	4.40	
07/14/21	Review of proposed employee related claims; review RRSP contribution calculations; review wind down operations; review status of wind down of head office; review updated notice of disallowances; review status of terminated contracts; review status of outstanding Accounts Receivable and collection efforts; discussion with counsel regarding RRSP request; discussions with counsel regarding contracts to be terminated; call with Canada Revenue Agency to discuss outstanding claim.	4.30	
07/15/21	Review of proposed employee related claims; review RRSP contribution calculations; review wind down operations; review status of wind down of head office; review updated notice of disallowances; review status of terminated contracts; review status of outstanding Accounts Receivable and collection efforts; discussion with counsel regarding RRSP request; discussions with counsel regarding contracts to be terminated; discussion with certain customers regarding collection of outstanding amounts; sign contract terminations and finalize.	4.00	
07/16/21	Review of proposed employee related claims; review RRSP contribution calculations; review wind down operations; review status of wind down of head office; review updated notice of disallowances; review status of outstanding Accounts Receivable and collection efforts; internal discussion regarding next steps; review updated RRSP calculations.	2.80	
	<u>\$885.00 per hour x total hrs of</u>	<u>19.20</u>	<u>\$16,992.00</u>

**Graham McIntyre**

07/12/21	Review prior week variance analysis; communications with counsel regarding closing matters; review and analysis of overdue Accounts Receivable; review of CRA HST refunds; communication with employee claimant.	4.50	
07/13/21	Review and analysis of overdue Accounts Receivable; discussions with CRA regarding marker claim; wiring of funds to FIGR; internal discussions regarding engagement matters.	5.00	
07/14/21	Review of short-term forecast against proposed disbursements; discussions and analysis related to collections of overdue Accounts Receivable; communications regarding contract disclaimers; internal discussions regarding engagement matters.	6.50	
07/15/21	Updating Monitor's website homepage; work related to contract disclaimers; review of CRA's summary of HST refunds; analysis and discussions regarding collections of overdue Accounts Receivable.	3.80	
07/16/21	Discussions with management regarding transition activities; internal discussions regarding engagement matters; analysis of certain employee claim calculations; review of overdue Accounts Receivable; discussions with counsel regarding contracts to terminate.	4.50	
	\$565.00 per hour x total hrs of	24.30	\$13,729.50

**Kathleen Foster**

07/15/21	Website updates performed for FTI Case Sites for FIGR.	0.30	
	\$145.00 per hour x total hrs of	0.30	\$43.50

**Sales Process**

**James Belcher**

07/12/21	Call with lawyers and FTI to discuss Norfolk transaction status; call with CIG and FIGR accounting regarding closing accounting entries.	0.90	
07/13/21	Review of correspondence regarding purchaser.	0.40	
07/14/21	Call with monitor counsel regarding correspondence; call with FTI in advance; review of proposed changes to correspondence and comments on same.	0.80	
07/15/21	Review of correspondence.	0.30	
07/16/21	Review of correspondence; review of purchaser financing docs, and related correspondence.	0.70	
07/17/21	Preparations for and attendance at call regarding proposed financing.	0.40	
	\$905.00 per hour x total hrs of	3.50	\$3,167.50

**Patrick Kennedy**

07/12/21	Call with CIG regarding debt forgiveness; matters pertaining to CIG transferred assets accounting allocation; call with counsel regarding Norfolk financing covenant; review and analysis pertaining to CIG overdue Accounts Receivable.	3.20	
07/13/21	Call with management and FTI to review overdue Accounts Receivable matters; review of supporting files pertaining to previous; review of CIG SSPA regarding overdue Accounts Receivable treatment; review and comment on Norfolk reservation of rights letter.	3.80	

*Invoice Activity*

---

07/14/21	Call with counsel to discuss Norfolk reservation of rights letter; review of Open Fields offset analysis; review, analysis and discussions pertaining to SQDC overdue Accounts Receivable.	2.90	
07/15/21	Internal call with to review and analyze CIG overdue Accounts Receivable matters; review of supporting documents from CIG pertaining to previous; review of CIG bank statements related to overdue Accounts Receivable.	3.20	
07/16/21	Call with FIGR to discuss transitional matters; internal call on CIG overdue Accounts Receivable; review of Norfolk proof of financing; review of Norfolk purchaser responses to Norfolk management transitional diligence matters; review of Norfolk reservation of rights amendments.	3.00	
07/17/21	Call with counsel regarding Norfolk proof of financing; additional review of Norfolk proof of financing; review of issues list from counsel pertaining to previous.	1.00	
\$505.00 per hour x total hrs of		17.10	\$8,635.50

---



**Invoice Remittance**

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

July 30, 2021  
FTI Invoice No. 29004923  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through July 25, 2021

	<b>CAD (\$)</b>
Professional Services.....	\$52,067.00
Expenses.....	\$0.00
Total Fees and Expenses.....	\$52,067.00
HST Registration No. 835718024RT0001 .....	\$6,768.71
Total Amount Due this Period.....	\$58,835.71
<b>Total Amount Due.....</b>	<b><u>\$58,835.71</u></b>

**Please Wire Transfer To:**

**Bank of Nova Scotia**  
**Scotia Plaza, 44 King Street West**  
**Toronto, ONT M5H 1H1**  
**Swift Code: NOSCCATT**  
**Bank Number: 002**  
**Beneficiary: FTI Consulting Canada Inc.**  
**Beneficiary account number: 476960861715**



## Invoice Summary

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

July 30, 2021  
FTI Invoice No. 29004923  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through July 25, 2021

### CCAA

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$990.00	19.90	\$19,701.00
Jodi Porepa	Managing Director	\$885.00	16.10	\$14,248.50
Graham McIntyre	Senior Consultant	\$565.00	23.10	\$13,051.50
<b>Total Hours and Fees</b>			<b>59.1</b>	<b>\$47,001.00</b>

### Sales Process

Name	Title	Rate	Hours	Total
Adam Zalev	Senior Managing Director	\$1,055.00	1.00	\$1,055.00
James Belcher	Senior Managing Director	\$905.00	2.20	\$1,991.00
Patrick Kennedy	Senior Consultant	\$505.00	4.00	\$2,020.00
<b>Total Hours and Fees</b>			<b>7.2</b>	<b>\$5,066.00</b>

**HST Registration No. 835718024RT0001** **\$6,768.71**

**Invoice Total for Current Period** **\$58,835.71**

**PROFESSIONAL SERVICES**

**CCAA**

**Jeffrey Rosenberg**

07/19/21	Call with David Hyde on licensing matters; review of cash flow; calls with management; call with legal counsel; work on Norfolk closing matters.	4.50	
07/20/21	Work on employee matters; calls with management; work on deal closings; work on claims matters; work on financing matter issues.	5.00	
07/21/21	Review of disbursements; review of regulatory matters; review of severance matters.	4.00	
07/22/21	Attend update call regarding outstanding items; calls with members of management at Pyxus; call with management; review of disbursements; work on disclaimers.	5.30	
07/23/21	Work on Health Canada clearance issues; work on contract issues; attend update call regarding the same.	1.10	
<u>\$990.00 per hour x total hrs of</u>		<u>19.90</u>	<u>\$19,701.00</u>

**Jodi Porepa**

07/19/21	Review variance analysis; review listing of contracts to be terminated; review notices of disallowance prepared; review draft distribution analysis; follow up on outstanding receivables; review and reconcile RRSP calculations; review and reconciled updated employee claims; review proposed termination letters; respond to ad hoc enquiries regarding ongoing disbursements.	3.50	
07/20/21	Review outstanding accounts receivable and discuss next steps; respond to ad hoc enquiries regarding ongoing disbursements; review and reconcile RRSP calculations; review and reconciled updated employee claims; review proposed termination letters.	3.70	
07/21/21	Review variance analysis; review listing of contracts to be terminated; review notices of disallowance prepared; review draft distribution analysis; review outstanding accounts receivable and discuss next steps; respond to ad hoc enquiries regarding ongoing disbursements.	3.50	
07/22/21	Call with management to discuss proposed disbursements; follow up on proposed disbursements; call with management to discuss wind down status and next steps; review notices of disallowance prepared; respond to ad hoc enquiries regarding ongoing disbursements.	2.70	
07/23/21	Review variance analysis; review listing of contracts to be terminated; review notices of disallowance prepared; review draft distribution analysis; weekly update with management to discuss status of wind down; respond to ad hoc enquiries regarding ongoing disbursements.	2.70	
<u>\$885.00 per hour x total hrs of</u>		<u>16.10</u>	<u>\$14,248.50</u>

**Graham McIntyre**

07/19/21	Review of prior week variance analysis; processing Monitor's account wire to fund FIGR disbursements; discussions regarding employee claims calculations; revising draft notice of revision or disallowance in relation to Claims Procedure; delivering proof of claims packages to known claimants in relation to claims procedure order; internal discussions regarding engagement matters.	5.00	
----------	---	------	--



*Invoice Activity*

07/20/21	Internal discussions regarding engagement matters; discussions with management regarding certain contracts to be assigned to CIG purchaser; review of overdue Accounts Receivable; communication to employee claimants; discussions with counsel to discuss material contracts; review of prior week variance analysis.	4.50	
07/21/21	Communication with counsel and management regarding notices of revision and disallowance; internal activities related to Monitor's banking; review of proposed disbursements; review employee claim procedure and potential claims; internal discussions regarding engagement matters.	3.30	
07/22/21	Discussions with management regarding transition activities; review of overdue Accounts Receivable; updating distribution of proceeds analysis; review of short-term forecast against proposed disbursements.	8.50	
07/23/21	Call with counsel to discuss material contracts; review of contracts to disclaim; communication with counsel regarding employee claims.	1.80	
\$565.00 per hour x total hrs of		23.10	\$13,051.50

**Sales Process**

**Adam Zalev**

07/21/21	Review and comment on various sale process marketing and other related materials	1.00	
\$1,055.00 per hour x total hrs of		1.00	\$1,055.00

**James Belcher**

07/19/21	Correspondence regarding financing letters.	0.80	
07/20/21	Review of response letter and comments regarding the same.	0.60	
07/21/21	Review of CIG accounting and response.	0.50	
07/23/21	Review of proposed correspondence.	0.30	
\$905.00 per hour x total hrs of		2.20	\$1,991.00

**Patrick Kennedy**

07/19/21	Call with counsel regarding Norfolk transaction; review and comments on draft reservation of rights letter for Norfolk purchaser; matters pertaining to FIGR debt forgiveness.	1.50	
07/20/21	Matters pertaining to HST regarding MD packaging settlement; matters pertaining to CIG overdue receivables; review of letter sent to Norfolk purchaser re: proof of financing.	1.00	
07/22/21	Matters pertaining to CIG overdue Accounts Receivable; matters pertaining to Norfolk Key Employee Retention Plan (KERP) and related letter to purchaser counsel.	1.00	
07/23/21	Matters pertaining to CIG overdue Accounts Receivable; internal call to discuss update on Norfolk transaction.	0.50	
\$505.00 per hour x total hrs of		4.00	\$2,020.00



**Invoice Remittance**

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

July 31, 2021  
FTI Invoice No. 29004943  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through July 31, 2021

	<b>CAD (\$)</b>
Professional Services.....	\$45,521.00
Expenses.....	\$0.00
Total Fees and Expenses.....	\$45,521.00
HST Registration No. 835718024RT0001 .....	\$5,917.73
Total Amount Due this Period.....	\$51,438.73
<b>Total Amount Due.....</b>	<b><u>\$51,438.73</u></b>

**Please Wire Transfer To:**

**Bank of Nova Scotia**  
**Scotia Plaza, 44 King Street West**  
**Toronto, ONT M5H 1H1**  
**Swift Code: NOSCCATT**  
**Bank Number: 002**  
**Beneficiary: FTI Consulting Canada Inc.**  
**Beneficiary account number: 476960861715**



## Invoice Summary

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

July 31, 2021  
FTI Invoice No. 29004943  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through July 31, 2021

### CCAA

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$990.00	17.60	\$17,424.00
Jodi Porepa	Managing Director	\$885.00	16.30	\$14,425.50
Graham McIntyre	Senior Consultant	\$565.00	18.30	\$10,339.50
<b>Total Hours and Fees</b>			<b>52.2</b>	<b>\$42,189.00</b>

### Sales Process

Name	Title	Rate	Hours	Total
Adam Zalev	Senior Managing Director	\$1,055.00	1.00	\$1,055.00
James Belcher	Senior Managing Director	\$905.00	1.40	\$1,267.00
Patrick Kennedy	Senior Consultant	\$505.00	2.00	\$1,010.00
<b>Total Hours and Fees</b>			<b>4.4</b>	<b>\$3,332.00</b>

**HST Registration No. 835718024RT0001** **\$5,917.73**

**Invoice Total for Current Period** **\$51,438.73**

**PROFESSIONAL SERVICES**

**CCAA**

**Jeffrey Rosenberg**

07/26/21	Work on claims matters; work on employee matters; review of correspondence; attend call with Bennett Jones; work on FIGR sale matters.	2.70	
07/27/21	Work on claims matters; call with Norfolk purchaser; calls with management; calls with legal counsel; call with Pyxus.	4.50	
07/28/21	Work on CRA matters; work on reporting to Pyxus; work on employee matters; work on claims matters; work on reporting to Pyxus.	5.20	
07/29/21	Review amendment to purchase and sale agreement; work on regulatory matters; work on transition matters; work on CRA matters.	2.50	
07/30/21	Review of Health Canada license package; work on disclaimers; review of correspondence; calls with Bennett Jones to discuss Health Canada and Norfolk.	2.70	
<u>\$990.00 per hour x total hrs of</u>		<u>17.60</u>	<u>\$17,424.00</u>

**Jodi Porepa**

07/26/21	Respond to ad hoc enquiries from Pyxus; review proposed termination letters; respond to ad hoc FIGR enquiries.	2.60	
07/27/21	Internal updates; review new claims; review proposed terminations; review variance analysis; follow up on claims reconciliation.	2.80	
07/28/21	Internal discussions regarding outstanding accounts receivable; respond to ad hoc enquiries regarding outstanding receivables; review distribution analysis; review status of head office.	3.50	
07/29/21	Internal discussions; review variance analysis; review updated distribution analysis; respond to Pyxus enquiries; review revised and extended cash flow forecast.	3.40	
07/30/21	Internal discussions; review variance analysis; review updated distribution analysis; respond to Pyxus enquiries; review revised and extended cash flow forecast; review and sign termination agreements.	4.00	
<u>\$885.00 per hour x total hrs of</u>		<u>16.30</u>	<u>\$14,425.50</u>

**Graham McIntyre**

07/27/21	Review of prior week variance analysis; review and communication regarding overdue Accounts Receivable; review and communications regarding material contracts and disclaimed contracts; processing wire from Monitor's account to fund FIGR disbursements.	5.50	
07/28/21	Updating distribution of proceeds analysis and claims register; review of prior week variance analysis; updating rolling cash flow forecast; discussions with counsel regarding material contracts; review of restructuring claim.	6.30	
07/29/21	Review of short-term forecast against proposed disbursements; internal discussions regarding engagement matters; ad-hoc analysis such as review of certain expenses, professional fees, CRA refunds.	5.50	
07/30/21	Discussions with management regarding transition activities and certain restructuring claims; review of employee claims calculations for Norfolk employees.	1.00	
<u>\$565.00 per hour x total hrs of</u>		<u>18.30</u>	<u>\$10,339.50</u>

**Sales Process**

**Adam Zalev**

07/28/21	Review and comment on various sale process-related activities.	1.00	
	\$1,055.00 per hour x total hrs of	1.00	\$1,055.00

**James Belcher**

07/27/21	Preparation for and call with purchaser counsel.	0.80	
07/29/21	Review of proposed correspondence; call with CIG management regarding accounting.	0.60	
	\$905.00 per hour x total hrs of	1.40	\$1,267.00

**Patrick Kennedy**

07/26/21	Overdue Accounts Receivable matters; review of email correspondence regarding Health Canada noticing.	0.70	
07/27/21	Emails with counsel; call with counsel pertaining to Norfolk.	0.80	
07/29/21	Internal call regarding flow of funds; review of amendment to Norfolk purchase agreement.	0.50	
	\$505.00 per hour x total hrs of	2.00	\$1,010.00



**Invoice Remittance**

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

August 14, 2021  
FTI Invoice No. 29004958  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through August 8, 2021

	<i><b>CAD (\$)</b></i>
Professional Services.....	\$36,452.00
Expenses.....	<u>\$0.00</u>
Total Fees and Expenses.....	\$36,452.00
HST Registration No. 835718024RT0001 .....	\$4,738.76
Total Amount Due this Period.....	\$41,190.76
<b>Total Amount Due.....</b>	<b><u>\$41,190.76</u></b>

***Please Wire Transfer To:***

**Bank of Nova Scotia**  
**Scotia Plaza, 44 King Street West**  
**Toronto, ONT M5H 1H1**  
**Swift Code: NOSCCATT**  
**Bank Number: 002**  
**Beneficiary: FTI Consulting Canada Inc.**  
**Beneficiary account number: 476960861715**



## Invoice Summary

FIGR Brands, Inc.  
2225 Sheppard Ave E., Suite 903  
Toronto, ON M2J 5C2  
Canada

August 14, 2021  
FTI Invoice No. 29004958  
FTI Job No. 480597.0001  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through August 8, 2021

### CCAA

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$990.00	11.50	\$11,385.00
Jodi Porepa	Managing Director	\$885.00	12.80	\$11,328.00
Graham McIntyre	Senior Consultant	\$565.00	19.60	\$11,074.00
<b>Total Hours and Fees</b>			<b>43.9</b>	<b>\$33,787.00</b>

### Sales Process

Name	Title	Rate	Hours	Total
Adam Zalev	Senior Managing Director	\$1,055.00	1.00	\$1,055.00
James Belcher	Senior Managing Director	\$905.00	1.50	\$1,357.50
Patrick Kennedy	Senior Consultant	\$505.00	0.50	\$252.50
<b>Total Hours and Fees</b>			<b>3.0</b>	<b>\$2,665.00</b>

**HST Registration No. 835718024RT0001** **\$4,738.76**

**Invoice Total for Current Period** **\$41,190.76**

**PROFESSIONAL SERVICES**

**CCAA**

**Jeffrey Rosenberg**

08/03/21	Review of closing matters; attend update calls; review of cash flow.	2.00	
08/04/21	File closing matters; dealing with purchaser; review of claims matters.	3.00	
08/05/21	Work on sale matters; work on claims; work on regulatory matters; work on sale matters.	3.50	
08/06/21	Review of cash flows; review of funding; work on regulatory matters.	3.00	
	\$990.00 per hour x total hrs of	11.50	\$11,385.00

**Jodi Porepa**

08/03/21	Review variance analysis for prior week and cumulative to date; call with Bennett Jones and Cassels Brock regarding stay extension and other court relief required; discussions in respect of strategy regarding same; internal discussion regarding stay extension and extended cash flow forecast.	3.50	
08/04/21	Review variance analysis; review employee-related claims; review ad hoc analysis; internal discussion regarding stay extension and extended cash flow forecast.	3.40	
08/05/21	Review variance proposed disbursements; review employee-related claims; review ad hoc analysis; internal discussion regarding changes to cash flow forecast.	2.60	
08/06/21	Review variance analysis; review employee-related claims; review ad hoc analysis; internal discussion regarding stay extension and extended cash flow forecast; discussions regarding certain employee claims; review preliminary analysis.	3.30	
	\$885.00 per hour x total hrs of	12.80	\$11,328.00

**Graham McIntyre**

08/03/21	Review of prior week variance analysis; processing wire from Monitor's account to fund FIGR disbursements; communication regarding disclaim contracts; review and summary of professional fees; discussions with counsel and management regarding a disputed claim.	5.30	
08/04/21	Analysis and discussions related to employee claim procedure; internal discussions regarding engagement matters; work on re-forecast of cash flow forecast; analysis and communication related to restructuring claim.	5.00	
08/05/21	Review of short-term forecast against proposed disbursements; internal discussions regarding engagement matters; drafting employee claim statement letter; ad-hoc analysis related to restructuring claim; analysis relating to the employee claim procedure.	4.50	
08/06/21	Discussions with counsel regarding employee claims; work on re-forecasting cash flow forecast for court reporting purposes.	4.80	
	\$565.00 per hour x total hrs of	19.60	\$11,074.00

**Sales Process**

**Adam Zalev**

08/03/21	Review and comment on various sale process marketing and other related materials.	0.30	
----------	---	------	--



*Invoice Activity*

---

08/04/21	Review and comment on various sale process marketing and other related materials.	0.20	
08/05/21	Review and comment on various sale process marketing and other related materials.	0.20	
08/06/21	Review and comment on various sale process marketing and other related materials.	0.30	
	\$1,055.00 per hour x total hrs of	1.00	\$1,055.00

---

**James Belcher**

08/04/21	Call with FTI teams regarding purchaser correspondence.	0.50	
08/05/21	Email correspondence.	0.40	
08/06/21	Review of correspondence; call with FTI team regarding same.	0.60	
	\$905.00 per hour x total hrs of	1.50	\$1,357.50

---

**Patrick Kennedy**

08/06/21	Review of Norfolk APA second amendment; discussion with Norfolk purchaser counsel regarding previous.	0.50	
	\$505.00 per hour x total hrs of	0.50	\$252.50

---

This is Exhibit "B" referred to in the affidavit of Jeffrey Rosenberg, affirmed before me by videoconference on August 19, 2021 in accordance with O.Reg. 431/20. The affiant was located in the City of Toronto in the Province of Ontario and I was located in the City of Toronto in the Province of Ontario



.....  
A Commissioner for Taking Affidavits

Commissioner: Kieran May  
LSO#: 79672P

**EXHIBIT "B"**  
**Calculation of Average Hourly Billing Rates of**  
**FTI Consulting Canada Inc.**  
**for the period June 1, 2021 to August 8, 2021**

<b>Invoice No./ Period</b>	<b>Fees (\$)</b>	<b>Expenses (\$)</b>	<b>HST (\$)</b>	<b>Total Fees, Disbursements and HST (\$)</b>	<b>Hours Billed</b>	<b>Average Billed Rate (\$)</b>
29004868  (June 1, 2021 to June 6, 2021)	76,561.50	0.00	9,953.00	86,514.50	100.7	760.29
29004875  (June 7, 2021 to June 13, 2021)	85,409.00	0.00	11,103.17	96,512.17	116.7	731.87
29004881  (June 14, 2021 to June 20, 2021)	100,532.50	0.00	13,069.23	113,601.73	140.1	717.58
29004898  (June 21, 2021 to June 30, 2021)	169,317.00	0.00	22,011.21	191,328.21	225.9	749.52
29004913  (July 1, 2021 to July 11, 2021)	76,543.50	0.00	9,950.66	86,494.16	106.4	719.39
29004919  (July 12, 2021 to July 18, 2021)	59,398.00	0.00	7,721.74	67,119.74	81.4	729.71

<b>Invoice No./ Period</b>	<b>Fees (\$)</b>	<b>Expenses (\$)</b>	<b>HST (\$)</b>	<b>Total Fees, Disbursements and HST (\$)</b>	<b>Hours Billed</b>	<b>Average Billed Rate (\$)</b>
29004923  (July 19, 2021 to July 25, 2021)	52,067.00	0.00	6,768.71	58,835.71	66.3	785.32
29004943  (July 26, 2021 to July 31, 2021)	45,521.00	0.00	5,917.73	51,438.73	56.6	804.26
29004958  (August 1, 2021 to August 8, 2021)	36,452.00	0.00	4,738.76	41,190.76	46.9	777.23
<b>Total</b>	<b>701,801.50</b>	<b>0.00</b>	<b>91,234.21</b>	<b>793,035.71</b>	<b>941.0</b>	<b>745.80</b>

This is Exhibit "C" referred to in the affidavit of Jeffrey Rosenberg, affirmed before me by videoconference on August 19, 2021 in accordance with O.Reg. 431/20. The affiant was located in the City of Toronto in the Province of Ontario and I was located in the City of Toronto in the Province of Ontario



.....  
A Commissioner for Taking Affidavits

Commissioner:      Kieran May  
   LSO#: 79672P

**EXHIBIT "C"**

**Billing Rates of FTI Consulting Canada Inc.**

For the period June 1, 2021 to August 8, 2021

CCAA

<b>Title</b>	<b>Professional</b>	<b>Rate (\$)</b>	<b>Fees Billed (\$)</b>	<b>Hours Worked</b>
Senior Managing Director	Jeffrey Rosenberg	990.00	198,891.00	200.90
Managing Director	Jodi Porepa	885.00	173,283.00	195.80
Senior Consultant	Graham McIntyre	565.00	161,194.50	285.30
Executive Assistant I	Kathleen Foster	145.00	174.00	1.2

Sales Process

<b>Title</b>	<b>Professional</b>	<b>Rate (\$)</b>	<b>Fees Billed (\$)</b>	<b>Hours Worked</b>
Senior Managing Director	Adam Zalev	1,055.00	18,779.00	17.80
Senior Managing Director	James Belcher	905.00	63,983.50	70.70
Senior Consultant	Patrick Kennedy	505.00	85,496.50	169.30

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 FIGR BRANDS, INC., FIGR NORFOLK INC. AND CANADA'S  
ISLAND GARDEN INC.  
Applicants

---

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(Commercial List)**

Proceeding Commenced at Toronto

---

**AFFIDAVIT OF JEFFREY ROSENBERG  
SWORN August 19, 2021**

---

**CASSELS BROCK & BLACKWELL LLP**

Suite 2100, Scotia Plaza  
40 King Street West  
Toronto, Ontario M5H 3C2

Lawyer: Ryan Jacobs  
LSO: 59510J  
Email: rjacobs@cassels.com  
Telephone: 416-869-5963

Lawyer: Jane O. Dietrich  
LSO: 49302U  
Email: jdietrich@cassels.com  
Telephone: 416-860-5523

*Counsel to the Monitor*

**APPENDIX “F”**  
**[ATTACHED]**



**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 FIGR  
BRANDS, INC., FIGR NORFOLK INC. AND CANADA'S ISLAND GARDEN INC.  
(collectively, the "**Applicants**")

**AFFIDAVIT OF RYAN JACOBS  
(sworn August 19, 2021)**

I, Ryan Jacobs, of the City of Toronto, in the Province of Ontario, MAKE OATH AND  
SAY:

1. I am a lawyer qualified to practice law in Ontario and a Partner with Cassels Brock & Blackwell LLP ("**Cassels**"), counsel for FTI Consulting Canada Inc., in its capacity as Monitor (the "**Monitor**") of the Applicants, as appointed pursuant to the Initial Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated January 21, 2021 as amended and restated from time to time. As such, I have knowledge of the matters to which I depose except where stated to be on information and belief, and where so stated, I verily believe it to be true.

2. Pursuant to the Ancillary Order dated February 22, 2021, the Court approved the fees and disbursements, including Harmonized Sales Tax ("**HST**"), of Cassels in the amount of \$109,737.13 incurred during the period from January 22, 2021 to February 12, 2021. Pursuant to the DIP Amendment and Fee Approval Order dated March 31, 2021, the Court approved the fees and disbursements, including HST, of Cassels in the amount of \$133,747.00 incurred during the period principally from February 13, 2021 to March 14, 2021. Pursuant to the Stay Extension and Fee Approval Order dated April 30, 2021, the Court approved the fees and disbursements, including HST, of Cassels in the amount of \$246,264.20 incurred during the period principally from March 15, 2021 to April 18, 2021. Pursuant to the Ancillary Order dated June 10, 2021, the Court approved the fees and

disbursements, including HST, of Cassels in the amount of \$229,147.62 incurred during the period principally from April 19, 2021 to May 14, 2021.

3. During the period principally from May 1, 2021 to August 8, 2021, Cassels incurred fees and disbursements, including HST, in the amount of \$279,346.75. Particulars of the work performed are contained in the invoices (the "Invoices") attached hereto and marked as **Exhibit "A"** to this affidavit.

4. Attached as **Exhibit "B"** is a schedule summarizing each Invoice in Exhibit "A", the total billable hours charged per Invoice, the total fees charged per Invoice and the average hourly rate charged per Invoice. The average hourly rate charged by Cassels is \$670.05.

5. Attached as **Exhibit "C"** is a schedule summarizing the respective years of call and billing rates of each individual at Cassels who acted for the Monitor, as the case may be.

6. To the best of my knowledge, the rates charged by Cassels throughout the course of these proceedings are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services, and the rates charged by Cassels for services rendered in similar proceedings.


7. I make this affidavit in support of a motion for, *inter alia*, approval of the fees and disbursements of counsel of the Monitor, and for no other or improper purpose.

SWORN BEFORE ME over videoconference on this ● day of August 2021. 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. This affidavit was commissioned remotely as a result of COVID-19 and the declaration was administered in accordance with O. Reg 431/20.



\_\_\_\_\_  
Commissioner for Taking Affidavits

Kieran May / LSO#: 79672P

  
\_\_\_\_\_  
RYAN JACOBS

This is Exhibit "A" referred to in the affidavit of Ryan Jacobs, affirmed before me by videoconference on August 19, 2021 in accordance with O. Reg. 431/20. The affiant was located in the City of Toronto in the Province of Ontario and I was located in the City of Toronto in the Province of Ontario.



.....  
A Commissioner for Taking Affidavits

Commissioner: Kieran May  
LSO#: 79672P

**EXHIBIT "A"**

**True Copies of the Invoices issued to the Monitor  
for fees and disbursements incurred by  
Cassels Brock & Blackwell LLP**



Attn: Jeff Rosenberg  
FTI Consulting Canada Inc.  
TD Waterhouse Tower  
79 Wellington Street West  
Suite 2010  
Toronto, ON M5K 1G8

Invoice No: 2139569  
Date: June 07, 2021  
Matter No.: 055118-00001  
GST/HST No.: R121379572  
Lawyer: Jacobs, Ryan  
Tel.: (416) 860-6465  
E-mail: RJacobs@cassels.com

Re: FIGR - Restructuring

---

Fees for professional services rendered up to and including May 31, 2021

Our Fees	79,660.50
HST @ 13.00%	10,355.87
<b>TOTAL DUE (CAD)</b>	<b>90,016.37</b>

---

*We are committed to protecting the environment. Please provide your email address to [payments@cassels.com](mailto:payments@cassels.com) to receive invoice and reminder statements electronically.*

***Payment due upon receipt. Please return remittance advice(s) with cheque.***

**REMITTANCE ADVICE:**

*Email payment details to [payments@cassels.com](mailto:payments@cassels.com)*

**CAD EFT and Wire Payments:**

Bank of Nova Scotia  
44 King St. West,  
Toronto, ON, M5H 1H1  
  
Bank I.D.: 002  
Transit No.: 47696  
Account No.: 47696 0073911  
Swift Code: NOSCCATT  
ABA No.: 026002532

**Cheque Payments:**

Cassels Brock & Blackwell LLP  
Finance & Accounting (Receipts)  
Scotia Plaza, Suite 2100, 40 King Street West  
Toronto, Ontario, M5H 3C2 Canada

Invoice No: 2139569  
Matter No.: 055118-00001  
  
Amount: **CAD 90,016.37**

**Online Bill Payments:**

Vendor name is **Cassels Brock Blackwell LLP** and you are required to enter the first six digits of the matter no.

**e-Transfer:** [payments@cassels.com](mailto:payments@cassels.com)

FEE DETAIL			
Date	Name	Description	Hours
May-01-21	M. Wunder	Multiple correspondence to and from FTI, Cassels, and Bennett Jones teams regarding transaction issues. Call with Cassels team to discuss sale agreement terms. Review revised draft agreement.	1.40
May-02-21	M. Wunder	Review and comment on revised draft of sale agreement. Review correspondence re same.	1.10
May-04-21	M. Wunder	Review and comment on revised sale agreement. Review correspondence re same.	0.80
May-04-21	M. Lungu	Call with J. Bornstein; review of revised SPA;	0.40
May-06-21	M. Wunder	Review revised sale documents with comments from Norfolk purchaser and confer with Cassels team.	0.90
May-06-21	A. Nicholas	Reviewing Norfolk purchase agreement and providing regulatory comments; Drafting reporting email regarding same;	1.30
May-07-21	M. Wunder	Review correspondence regarding structure of sale and confer with Cassels team re issues on same.	0.40
May-09-21	M. Wunder	Review revised drafts of proposed sale agreement and emails re same.	0.80
May-10-21	M. Wunder	Review and consider PEI sale transaction action items.	0.80
May-12-21	R. Jacobs	Review letter to employees regarding claims. Review correspondence regarding MD Packaging.	0.80
May-13-21	M. Wunder	Review revised sale agreement with comments from counsel for purchaser and prepare for call with Monitor and counsel for debtors.	1.40
May-14-21	M. Wunder	Call with FTI and Bennett Jones teams, discuss comments from purchaser. Further discussions with Cassels team.	1.40
May-17-21	J. Dietrich	Various discussions regarding draft agreements of sale and status of same; discussion regarding distribution estimation with FTI; discussion with S. Zweig regarding status and upcoming motion relief; review of revised agreement; correspondence with R. Jacobs;	1.90
May-17-21	S. Waugh	Drafting Fee Affidavits;	0.60
May-17-21	R. Jacobs	Attend strategy call with FTI team regarding distributions. Correspondence with J. Dietrich regarding same.	1.00
May-17-21	J. Bornstein	Call with Cassels team re revised PEI Group bid; Review revised PEI Group bid; Emails to and from Cassels team re same; Emails from FTI and BJ teams re same; Emails to and from K May regarding revisions to Monitor's report regarding including details of sale transactions in report;	0.50
May-17-21	K. May	Call with FTI re distribution; Call with J. Dietrich and R. Jacobs re fifth report; Continue work on fifth report; Emails with J. Bornstein regarding fifth report;	4.90
May-17-21	M. Wunder	Review mark-up of sale agreement for PEI transaction including closing mechanics. Calls with Cassels team to discuss.	1.00

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
May-18-21	R. Jacobs	Review revised draft transaction agreement from Blakes. Correspondence with Cassels team regarding issues. Correspondence regarding resolution of same.	1.00
May-18-21	S. Waugh	Work on Fee Affidavits;	1.20
May-18-21	M. Wunder	Review mark-up of sale agreement for PEI transaction including closing mechanics. Calls with Cassels team to discuss.	0.80
May-18-21	K. May	Continue work on Fifth report;	0.40
May-18-21	J. Dietrich	Discussion regarding additional SPA amendments and email regarding same; discussion with S. Zweig; review and exchange of messages regarding further changes to SPA;	2.50
May-18-21	J. Bornstein	Emails to and from BJ, FTI and Cassels teams regarding PEI group share purchase agreement; Review and revise agreement re same; Draft sections of Monitor's report regarding summaries of CIG and Norfolk purchase agreements;	7.10
May-19-21	M. Wunder	Review revised draft sale agreement and analyze closing mechanics and reorg matters. Confer with Cassels team re same.	1.20
May-19-21	K. May	Continue work on Fifth report; Call with J. Bornstein re same; Emails with J. Dietrich and J. Bornstein regarding same;	1.60
May-19-21	R. Jacobs	Review revised draft of agreement from Blakes and email correspondence with Cassels team regarding same. Review comments from BJs. Correspondence regarding MD Packaging.	1.70
May-19-21	J. Dietrich	Various discussions regarding revisions to SPA; analysis of related issues;	3.40
May-19-21	K. Taylor	Review draft response to challenge to employee claim statement.	0.20
May-19-21	J. Bornstein	Emails to and from and calls with BJ, FTI and Cassels teams regarding PEI group share purchase agreement; Review and revise agreement re same; Draft sections of Monitor's report regarding summaries of CIG and Norfolk purchase agreements;	8.50
May-20-21	R. Jacobs	Review further revised draft of transaction agreement from Blakes. Correspondence with Cassels team regarding issues and resolution. Review correspondence from BJs and FTI regarding same. Correspondence regarding MD packaging.	1.20
May-20-21	J. Bornstein	Email from J Dietrich with Blakes proposed revision to SPA language; Analyze same and draft potential language; Email from Blakes re revised share purchase agreement; Review revised agreement; Emails to and from and calls with J Dietrich re same; Emails from and to BJ, FTI and Cassels team re same; Review revised share purchase agreement;	1.60
May-20-21	J. Dietrich	Various discussions regarding further amendments to SPA and status; discussion with J. Bornstein regarding report;	2.50

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
May-21-21	J. Bornstein	Email from Blakes re revised vesting order; Review Blakes revised draft approval and vesting order; Emails to Cassels team re same;	0.40
May-21-21	J. Dietrich	Discussion with J. Rosenberg regarding transaction issues and status; discussion with S. Zweig regarding status; email exchange regarding status of material; review of revised order from C. Burr;	1.70
May-23-21	J. Bornstein	Email from and to J Dietrich re comments on Monitor's Fifth Report; Analyze same and revise draft report based on comments; Emails to and from M Shakra re final Norfolk Purchase Agreement;	3.00
May-23-21	K. May	Continue work on Fifth Report; Emails with J. Bornstein re same;	0.30
May-23-21	R. Jacobs	Review markup of AVO. Comment on draft report.	1.20
May-23-21	J. Dietrich	Review of draft monitor's report and comments on same; review of email regarding RVO;	2.00
May-24-21	J. Dietrich	Exchange of email regarding revisions to draft order;	0.50
May-24-21	J. Bornstein	Further review and revise Fifth Report of the Monitor; Emails to and from K May regarding same;	1.20
May-24-21	K. May	Continue work on Fifth Report; Emails with J. Bornstein re same;	3.20
May-25-21	J. Bornstein	Emails from and to J Dietrich and K May regarding revisions to draft fifth report of the Monitor; Emails to and from C Nicholas regarding language used in report regarding cannabis regulations; Revise fifth report of the Monitor; Emails from and to Blakes regarding executed SPA; Review executed SPA;	1.80
May-25-21	R. Jacobs	Review and comment on revised AVO, draft report and final transaction agreement. Correspondence with Cassels team regarding same.	1.50
May-25-21	A. Nicholas	Reviewing language for Monitor's Report and providing regulatory comments; Considering relevant laws to assist with same;	0.60
May-25-21	M. Wunder	Review and comment on proposed DIP amendment, court order, and Monitor's report including pre-filing inter-co claims process.	1.20
May-25-21	J. Dietrich	Provide additional comments on draft report; email exchange regarding MD packaging comments; discussion with J. Rosenberg regarding status; discussion with S. Zweig regarding materials; review of revised report and comment on same; discussion with K. May; review of settlement agreement draft and comment on same;	3.30
May-25-21	S. Waugh	Work on FTI Fee Affidavit;	0.70
May-25-21	K. May	Continue work on Fifth report; calls with J. Dietrich and J. Bornstein re same; Review DIP Amendment and Ancillary Order;	3.20
May-26-21	J. Dietrich	Review of revised report and comment on same; review of	3.00



<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
		comments on draft order and revisions to same; review of draft affidavit and provide additional comments; discussion with J. Bornstein regarding same;	
May-26-21	M. Wunder	Review and comments on multiple draft documents for court hearing including DIP amendment, court order, Monitor's report, and FIGR affidavit. Confer with Cassels team re same.	2.30
May-26-21	K. May	Review and revise ancillary order; Review and revise affidavit of M. Devon; Continue work on Fifth Report; emails with Cassels and FTI re ancillary order and affidavit of M. Devon;	4.80
May-26-21	J. Bornstein	Review ancillary order; Emails to and from Cassels team re same; Draft phase 2 bid summary for appendix to the Fifth Report of the Monitor; Emails to and from Cassels team re same; Review and comment on draft Devon affidavit; Emails to and from Cassels team re same; Call with J Dietrich re same;	4.50
May-27-21	J. Bornstein	Emails from and to Cassels team regarding Devon affidavit and Fifth Report of Monitor; Review and analyze revisions regarding same;	0.40
May-27-21	M. Wunder	Continue prep work to prepare documents for court hearing including Monitor's report, DIP amendment. Provide comments and confer with Cassels team.	1.50
May-27-21	R. Jacobs	Comment on draft report. Correspondence with Cassels team regarding motion materials.	0.80
May-27-21	J. Dietrich	Additional comments on draft affidavit and motion material; review of revised report and email exchange regarding same;	3.60
May-27-21	K. May	Review and comment on June 9 Motion Materials; Continue work on Fifth Report; Emails with FTI and Cassels team re same;	2.70
May-28-21	S. Waugh	Update FTI Fee Affidavit;	1.30
May-28-21	M. Wunder	Correspondence with FTI and Cassels regarding Monitor's report and draft CCAA order.	0.30
May-28-21	J. Dietrich	Review and exchange of email regarding draft materials; review of revised report comments and email exchange regarding same; review of revised affidavit as sent to Blakes;	1.10
May-28-21	J. Bornstein	Email from and to Cassels team regarding status of comments on documents in connection with sale approval motion and comments to Devon affidavit; Email from FTI regarding comments to Devon affidavit; Revise fifth report of monitor regarding same;	1.00
May-28-21	K. May	Review and comment on June 9 Motion Materials; Emails with FTI and BJs re same; Calls with A. Nelms re same; Continue work on Fifth Report; Emails with creditor re proof of claim;	2.90
May-31-21	J. Dietrich	Review comments on draft materials and open issues;	1.80

Date	Name	Description	Hours
		discussion regarding open issues on draft motion material; review of bid summary and provide comments on same; review and comment on revisions to draft material.	
May-31-21	K. May	Call with FTI re Fifth Report and Devon Affidavit; Revise Fifth Report and Devon Affidavit; Call with J. Bornstein re same; Emails with FTI and Cassels team re same;	4.40
May-31-21	J. Bornstein	Email from FTI team regarding comments to Devon affidavit and review same; Call with Cassels and FTI team regarding comments to Devon affidavit and fifth report; Provide further comments on Devon affidavit and fifth report; Emails to and from Cassels team re same; Call with K May re same and review revised affidavit and report; Call with J Dietrich regarding summary of bids for purposes of confidential appendix in fifth report; Analyze and revise bid summary re same;	3.20

FEE SUMMARY				
Name	Title	Hours	Rate	Amount
Jacobs, Ryan	Partner	9.20	1,100.00	10,120.00
Wunder, Michael	Partner	17.30	915.00	15,829.50
Dietrich, Jane	Partner	27.30	785.00	21,430.50
Nicholas, A. Chandimal	Partner	1.90	625.00	1,187.50
Lungu, Michael	Partner	0.40	665.00	266.00
Taylor, Kristin	Partner	0.20	925.00	185.00
May, Kieran	Associate	28.40	380.00	10,792.00
Bornstein, Jeremy	Associate	33.20	575.00	19,090.00
Waugh, Stephanie	Legal Assistant	3.80	200.00	760.00
<b>Total (CAD)</b>		<b>121.70</b>		<b>79,660.50</b>
Our Fees			79,660.50	
HST @ 13.00%			10,355.87	
<b>TOTAL FEES &amp; TAXES (CAD)</b>				<b>90,016.37</b>
<b>TOTAL FEES</b>				<b>79,660.50</b>
<b>TOTAL TAXES</b>				<b>10,355.87</b>
<b>TOTAL FEES &amp; TAXES (CAD)</b>				<b>90,016.37</b>



Attn: Jeff Rosenberg  
FTI Consulting Canada Inc.  
TD Waterhouse Tower  
79 Wellington Street West  
Suite 2010  
Toronto, ON M5K 1G8

Invoice No: 2140753  
Date: June 21, 2021  
Matter No.: 055118-00001  
GST/HST No.: R121379572  
Lawyer: Jacobs, Ryan  
Tel.: (416) 860-6465  
E-mail: RJacobs@cassels.com

Re: FIGR - Restructuring

---

Fees for professional services rendered up to and including June 18, 2021

Our Fees	77,034.00
Disbursements	19.50
Total Fees and Disbursements	77,053.50
HST @ 13.00%	10,016.96
<b>TOTAL DUE (CAD)</b>	<b>87,070.46</b>

*We are committed to protecting the environment. Please provide your email address to [payments@cassels.com](mailto:payments@cassels.com) to receive invoice and reminder statements electronically.*

***Payment due upon receipt. Please return remittance advice(s) with cheque.***

**REMITTANCE ADVICE:**

*Email payment details to [payments@cassels.com](mailto:payments@cassels.com)*

**CAD EFT and Wire Payments:**

Bank of Nova Scotia  
44 King St. West,  
Toronto, ON, M5H 1H1  
Bank I.D.: 002  
Transit No.: 47696  
Account No.: 47696 0073911  
Swift Code: NOSCCATT  
ABA No.: 026002532

**Cheque Payments:**

Cassels Brock & Blackwell LLP  
Finance & Accounting (Receipts)  
Scotia Plaza, Suite 2100, 40 King Street West  
Toronto, Ontario, M5H 3C2 Canada

Invoice No: 2140753  
Matter No.: 055118-00001  
Amount: **CAD 87,070.46**

**Online Bill Payments:**

Vendor name is **Cassels Brock Blackwell LLP** and you are required to enter the first six digits of the matter no.

**e-Transfer:** [payments@cassels.com](mailto:payments@cassels.com)

FEE DETAIL			
Date	Name	Description	Hours
Jun-01-21	J. Dietrich	Review and comment on draft report, comments on order and affidavit; review of additional comments on draft motion material and discussion regarding same;	2.70
Jun-01-21	J. Bornstein	Emails from and to Cassels team and emails from FTI and BJ teams regarding Devon affidavit; Emails to and from Cassels team regarding ancillary order and analyze same; Emails to and from Cassels team regarding Monitor's report and confidential appendix; Analyze monitor's report; Revise confidential appendix;	1.20
Jun-01-21	K. May	Prepare fee affidavits for inclusion in Fifth Report; Continue work on Fifth Report; Review and comment on Devon Affidavit and Ancillary Order; Emails with FTI and Cassels team re same;	6.20
Jun-02-21	J. Bornstein	Emails from and to Cassels team and Bennet Jones team regarding Monitor's report and confidential appendix;	0.20
Jun-02-21	K. May	Continue work on Fifth Report; Draft fee affidavits; Emails with R. Jacobs, J. Dietrich and FTI re same;	4.60
Jun-02-21	J. Dietrich	Review of draft fee affidavits and provide comments; discussion with J. Rosenberg; review of email regarding comments on draft materials;	1.60
Jun-02-21	R. Jacobs	Comment on draft report. Review and comment on affidavit. Correspondence with Cassels team regarding motion record.	1.10
Jun-03-21	J. Bornstein	Emails from and to Cassels team regarding Monitor's Report and FIGR's factum;	0.20
Jun-03-21	R. Jacobs	Attend meeting with K. May and FTI team regarding affidavits. Review and comment on latest draft report. Review Blakes comments on documents.	1.30
Jun-03-21	K. May	Continue work on Fifth Report; Finalize fee affidavits; Commission fee affidavits; Review factum of Applicants; Emails to purchasers counsel re Fifth Report; Review and comment on factum of applicants;	3.90
Jun-03-21	J. Dietrich	Review of draft report and email exchange regarding additional comments; follow up discussion regarding comments on draft report and additional review; exchange of email regarding MD Packaging settlement;	2.60
Jun-04-21	J. Bornstein	Review and comments on factum of FIGR; Email to and from Cassels team re same; Review Blakes' comments to Monitor's report; Emails from and to Cassels team and FTI re same; Review final Monitor's report and email to K May re comments to same; Emails to and from K May regarding filing and service of Monitors report; Commission affidavit of service re Monitor's report;	1.20
Jun-04-21	K. May	Emails with purchasers counsel re Fifth Report; Finalize Fifth Report; Attend to service and filing of Fifth Report; Correspond with Cassels team re same; Emails with FTI re same;	4.80

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
Jun-04-21	J. Dietrich	Review of draft factum and provide comments; email exchange regarding status of comments on draft monitors' report; review and exchange of emails regarding status and service of monitors report;	2.60
Jun-04-21	R. Jacobs	Correspondence with Cassels team regarding fee affidavit. Review correspondence regarding MOU. Initial review of same. Correspondence regarding transaction issues and approval.	1.50
Jun-05-21	R. Jacobs	Review and comment on draft MOU.	1.00
Jun-06-21	J. Dietrich	Review of comments on factum and email further comments; review of email regarding status of claims notice; comment on MOU;	0.50
Jun-06-21	K. May	Review and comment on factum; Emails with J. Dietrich and FTI re same; Comment on email to claimants re intercompany claims process; Emails with FTI re same;	1.20
Jun-07-21	M. Lungu	Review of transition services agreement; email comments to K. May; review of emails;	0.60
Jun-07-21	K. May	Review correspondence from AGLC regarding upcoming motion; Emails regarding AGLC correspondence with FTI and BJs; Review and revise Monitor draft notice re intercompany claims and emails with FTI re same; Review and comment on MOU; Emails with Cassels team, BJs and FTI re same; Emails to BJs re factum;	4.60
Jun-07-21	R. Jacobs	Review and comment on draft MOU agreement. Correspondence with Cassels specialists regarding same. Review claims and correspondence regarding same. Review comments regarding intercompany claims and correspondence regarding same.	2.00
Jun-07-21	J. Dietrich	Review of revisions to draft factum and email regarding same; review of email regarding status of SPA terms; review and exchange of email regarding draft MOU; review and exchange of email regarding claims questions; review and exchange of email regarding MD Packaging settlement;	2.50
Jun-07-21	J. Bornstein	Emails to and from Cassels team regarding transition services MOU; Review and comment on transition services MOU and revise PEI Group subscription and share purchase agreement re same;	0.70
Jun-08-21	K. May	Emails with J. Dietrich, J. Rosenberg and Purchaser Counsel re AGLC; Email to AGLC; Review and comment on Monitor's notice re intercompany claims; Emails with J. Dietrich, G. McIntyre and J. Porepa re same;	1.50
Jun-08-21	R. Jacobs	Correspondence regarding intercompany claims, reporting.	0.40
Jun-08-21	J. Dietrich	Review and exchange of email regarding questions on upcoming motion; prepare for motion; exchange of email regarding claims issues;	2.10
Jun-09-21	K. May	Call with ACOA re objections to CIG Transaction; Call with J. Dietrich regarding ACOA objection; Emails and calls with FTI and BJs re ACOA objection; Call with FTI, BJs and ACOA re	2.80

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
		ACOA objection; Revise service list; Call with A. Nelms re providing confidential appendices to Justice McEwen; Review email to claimants re intercompany claims process; Email with J. Dietrich re same;	
Jun-09-21	J. Dietrich	Discussion with K. May and review of email regarding ACOA objections; discussion with FTI, Cassels and BJ regarding ACOA objections and motion preparation; participate in call with ACOA; exchange of email and discussion regarding potential objection; email exchange regarding rescheduling of hearing; discussion with J. Rosenberg regarding status; exchange of email regarding intercompany claims;	3.60
Jun-09-21	R. Jacobs	Strategy call with FTI and BJ teams regarding ACOA objection. Correspondence regarding hearing.	0.60
Jun-10-21	J. Dietrich	Review of email and discussion with J. Rosenberg; email exchange regarding motion and claims issues; prepare for and attend at hearing; follow up discussion regarding hearing and outstanding issues; exchange of email regarding orders and claims notifications;	2.30
Jun-10-21	R. Jacobs	Correspondence regarding hearing and transaction next steps. Correspondence with Cassels team regarding orders.	0.50
Jun-10-21	K. May	Prepare for hearing; Attend hearing; Emails with J. Dietrich and G. McIntyre re interco claims notice;	1.40
Jun-11-21	K. May	Attend to filing of confidential appendix; Emails with G. McIntyre re interco claims notice;	1.60
Jun-11-21	J. Dietrich	Discussion with J. Rosenberg regarding status and outstanding issues; discussion regarding intercompany issues; discussion regarding claims status;	1.10
Jun-11-21	R. Jacobs	Participate in claims update meeting with Monitor and BJ teams.	0.50
Jun-14-21	J. Bornstein	Analyze and provide comments on transition services MOU and correspondence between Blakes and BJ re same and schedules to purchase agreement; Emails to and from Cassels team re same;	2.20
Jun-14-21	K. Taylor	Review email from FTI regarding employment agreements and terminations.	0.20
Jun-14-21	K. May	Emails with Cassels team re MOU; Emails with K. Taylor and J. Dietrich re employee termination issues; Review and file employee contracts;	1.10
Jun-14-21	R. Jacobs	Review draft MOU and comment on same. Review draft closing agenda and comment on same. Correspondence regarding claims. Correspondence regarding employee claim calculations.	1.90
Jun-14-21	J. Dietrich	Various emails regarding employee termination, contract assignment and closing issues;	1.50
Jun-15-21	R. Jacobs	Correspondence regarding employee claims. Review analysis regarding same. Correspondence regarding MOU and provide comments. Comments on closing checklist.	1.90

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
Jun-15-21	J. Dietrich	Review of various email regarding comments on CIG closing documents and claims issues;	1.90
Jun-15-21	J. Bornstein	Analyze and comment on closing agenda; Emails to and from Cassels team re same; Analyze Cassels' team's further comments on the transition services MOU and draft email to Bennett Jones' team re same; Emails to and from Cassels team re same;	2.20
Jun-15-21	K. May	Review employee claim calculations and correspond with K. Taylor, E. Minuk, J. Dietrich and FTI re same; Review and comment on MOU; Correspond with J. Dietrich, M. Lungu and J. Bornstein re same; Emails with FTI and BJs re same; Review IP closing documents for CIG sale and correspond with C. Nicholas and J. Dietrich re same;	4.30
Jun-15-21	E. Minuk	Reviewing employee entitlement calculations;	2.50
Jun-16-21	K. Taylor	Review executives' agreements, assess liability, review vacation pay issue and calculations, video call with Jodi Porepa, Jeffrey Rosenberg and Graham McIntyre.	2.00
Jun-16-21	J. Dietrich	Review of employee claim issues; review of IP license comments; review of closing agenda comments; review of draft disclaimers and consider same; email to K. May regarding disclaimer issues; discussion with FTI regarding employee claims, additional disclaimers, status and outstanding issues related to Norfolk and CIG transaction; discussion with FTI regarding employee claims, additional disclaimers, status and outstanding issues related to Norfolk and CIG transaction;	3.60
Jun-16-21	R. Jacobs	Review and respond to email correspondence with K. May, J. Dietrich. Correspondence regarding MOU, CIG closing issues. Review and correspondence regarding proposed disclaimers. Comment on IP closing documents.	2.20
Jun-16-21	J. Bornstein	Emails to and from Cassels team re CIG closing agenda; Revise closing agenda re same; Emails to and from Cassels team re termination of Norfolk purchase agreement; Analyze Norfolk purchase agreement re same;	1.00
Jun-16-21	K. May	Review contract disclaimer notices and correspond with J. Dietrich re same; Review IP closing documents for CIG sale and correspond with C. Nicholas and J. Dietrich re same; Review employee claim calculations and correspond with K. Taylor, E. Minuk, J. Dietrich and FTI re same; Call with Cassels and FTI re employee claims;	3.40
Jun-16-21	M. Lungu	Review of closing agenda; email to J. Bornstein;	0.40
Jun-16-21	E. Minuk	Reviewing employee entitlement calculations;	2.70
Jun-17-21	M. Lungu	Review of closing agenda in advance of call; call with Blakes, Bennett Jones and FTI to review closing agenda;	0.60
Jun-17-21	R. Jacobs	Correspondence regarding CIG closing agenda. Correspondence regarding employee claim calcs, issues. Examine emails from FTI, BJs regarding same.	1.50
Jun-17-21	K. May	Review IP agreements and email with FTI and BJs re same;	3.20

Date	Name	Description	Hours
		Analyze and discuss Norfolk SPA conditions with J. Dietrich and J. Bornstein; CIG daily closing call;	
Jun-17-21	J. Dietrich	Review and respond to various closing document and claim related inquiries; discussion with J. Rosenberg regarding deposit issues; participate in CIG closing update call; discussion regarding Norfolk status and email exchange regarding amendment;	3.30
Jun-17-21	K. Taylor	Review email regarding vacation pay and calculations, calculate payments for executives and respond to email from Jodi Porepa, review and respond to email from Graham McIntyre.	2.00
Jun-17-21	J. Bornstein	Closing call with Bennett Jones, FTI, Cassels and Blakes teams; Emails to and from C Nicholas re closing agenda; Emails to and from Cassels team re same; Call with Cassels team re amendment to Norfolk purchase agreement; Draft amendment to Norfolk purchase agreement;	3.00
Jun-17-21	E. Minuk	Reviewing employee entitlement calculations;	2.10
Jun-18-21	K. May	Review correspondence from FTI re notices of disallowance; Correspond with E. Minuk, K. Taylor and FTI re employee claims calculations; Revise closing agenda and circulate to working group; Attend CIG closing call;	1.30
Jun-18-21	J. Dietrich	Revise draft amendment; Review of CIG emails; email exchange regarding IP agreements and Norfolk amendment; participate in CIG closing update call; Review of additional email regarding claim issues;	1.60
Jun-18-21	E. Minuk	Reviewing and responding to draft employment claim calculations;	0.30
Jun-18-21	J. Bornstein	Review and revise amendment to Norfolk Agreement; Emails to and from Cassels team re same; Review and revise CIG closing agenda; Emails to and from Cassels team re same; Review and comment on ancillary closing documents prepared by Blakes; Attend closing call;	1.00

**FEE SUMMARY**

Name	Title	Hours	Rate	Amount
Jacobs, Ryan	Partner	16.40	1,100.00	18,040.00
Dietrich, Jane	Partner	33.50	785.00	26,297.50
Taylor, Kristin	Partner	4.20	925.00	3,885.00
Lungu, Michael	Partner	1.60	665.00	1,064.00
Bornstein, Jeremy	Associate	12.90	575.00	7,417.50
May, Kieran	Associate	45.90	380.00	17,442.00
Minuk, Erin	Associate	7.60	380.00	2,888.00
<b>Total (CAD)</b>		<b>122.10</b>		<b>77,034.00</b>



Our Fees	77,034.00
HST @ 13.00%	10,014.42
<b>TOTAL FEES &amp; TAXES (CAD)</b>	<b>87,048.42</b>

---

**DISBURSEMENT SUMMARY**

**Taxable Disbursements**

Copies	3.50
Delivery	16.00
Total Taxable Disbursements	19.50
HST @ 13.00%	2.54
Total Taxable Disbursements & Taxes	22.04

**TOTAL DISBURSEMENTS & TAXES (CAD)** **22.04**

---

<b>TOTAL FEES</b>	<b>77,034.00</b>
<b>TOTAL DISBURSEMENTS</b>	<b>19.50</b>
<b>TOTAL TAXES</b>	<b>10,016.96</b>
<b>TOTAL FEES, DISBURSEMENTS &amp; TAXES (CAD)</b>	<b>87,070.46</b>



Attn: Jeff Rosenberg  
FTI Consulting Canada Inc.  
TD Waterhouse Tower  
79 Wellington Street West  
Suite 2010  
Toronto, ON M5K 1G8

Invoice No: 2142663  
Date: July 15, 2021  
Matter No.: 055118-00001  
GST/HST No.: R121379572  
Lawyer: Jacobs, Ryan  
Tel.: (416) 860-6465  
E-mail: RJacobs@cassels.com

Re: FIGR - Restructuring

---

Fees for professional services rendered up to and including June 30, 2021

Our Fees	46,846.50
Disbursements	8.00
Total Fees and Disbursements	46,854.50
HST @ 13.00%	6,091.09
<b>TOTAL DUE (CAD)</b>	<b>52,945.59</b>

*We are committed to protecting the environment. Please provide your email address to [payments@cassels.com](mailto:payments@cassels.com) to receive invoice and reminder statements electronically.*

***Payment due upon receipt. Please return remittance advice(s) with cheque.***

**REMITTANCE ADVICE:**

*Email payment details to [payments@cassels.com](mailto:payments@cassels.com)*

**CAD EFT and Wire Payments:**

Bank of Nova Scotia  
44 King St. West,  
Toronto, ON, M5H 1H1  
  
Bank I.D.: 002  
Transit No.: 47696  
Account No.: 47696 0073911  
Swift Code: NOSCCATT  
ABA No.: 026002532

**Cheque Payments:**

Cassels Brock & Blackwell LLP  
Finance & Accounting (Receipts)  
Scotia Plaza, Suite 2100, 40 King Street West  
Toronto, Ontario, M5H 3C2 Canada

Invoice No: 2142663  
Matter No.: 055118-00001  
  
Amount: **CAD 52,945.59**

**Online Bill Payments:**

Vendor name is **Cassels Brock Blackwell LLP** and you are required to enter the first six digits of the matter no.

**e-Transfer:** [payments@cassels.com](mailto:payments@cassels.com)

FEE DETAIL			
Date	Name	Description	Hours
Jun-07-21	M. Wunder	Review and comment on MOU for transition services for PEI sale, and multiple correspondence with Cassels team. Review comments from Bennett Jones and confer with Cassels.	1.80
Jun-14-21	M. Wunder	Review and comment on MOU revised by Blakes for transition services. Review comments from Bennett Jones. Multiple correspondence with Cassels team.	1.40
Jun-15-21	M. Wunder	Review MOU for transition services and additional comments, and mark-up, and emails re same.	0.90
Jun-16-21	A. Nicholas	Reviewing agreements and providing comments on agreements and on next steps from an IP perspective; Email to team regarding same; Responding to questions from team;	2.10
Jun-16-21	M. Wunder	Continued negotiations regarding MOU for transition services, and review revised drafts.	0.40
Jun-17-21	A. Nicholas	Reviewing agreements and providing comments;	0.80
Jun-18-21	A. Nicholas	Reviewing changes to IP agreements and providing comments; Emails to team regarding same;	0.80
Jun-18-21	R. Jacobs	Review and correspondence regarding employee claim calculations. Correspondence regarding transaction closing issues, draft deliverables.	1.60
Jun-20-21	J. Dietrich	Review additional claim information;	0.30
Jun-21-21	J. Bornstein	Emails from and to J Dietrich re Norfolk APA amendment; Email to Bennett Jones team re same; Emails to and from M Lungu re comments to CIG closing documents; Email to Bennett Jones team re same; CIG transaction closing call;	0.90
Jun-21-21	J. Dietrich	Discussion regarding outstanding issues including claim information; discussion regarding employee claim issues; discussion regarding Norfolk amendment; participate in daily CIG status update;	2.00
Jun-21-21	K. Taylor	Review email from client, review COC language, calls with client and Bennett Jones.	1.80
Jun-21-21	R. Jacobs	Attend strategy call regarding employee claim calcs. Correspondence regarding closing items and documents. Correspondence with J. Dietrich regarding same. Comment on draft Norfolk APA amendment.	1.50
Jun-21-21	K. May	Call with FTI and BJs re employment issues; Emails with J. Dietrich, R. Jacobs and E. Minuk re same; Attend CIG Closing Call;	1.80
Jun-21-21	M. Lungu	Call with working group; emails to J. Bornstein and K. May; review of ancillary documents;	0.80
Jun-22-21	M. Wunder	Review and comment on revised closing documents.	1.10
Jun-22-21	M. Lungu	Call with FTI and Bennett Jones;	0.50
Jun-22-21	K. May	Emails with J. Bornstein re CIG closing documents; CIG Closing call;	1.00

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
Jun-22-21	R. Jacobs	Correspondence regarding transaction closing and issues, employee claim calcs. Review BJ comments. Begin review of comments from Blakes on transaction documents.	2.00
Jun-22-21	J. Dietrich	Discussion with J. Rosenberg regarding closing issues; review of email; participate in CIG closing status call; further discussion with J. Rosenberg regarding CIG issues;	1.60
Jun-22-21	J. Bornstein	Analyze comments on transition services MOU; Analyze and comment on closing documents for CIG transaction prepared by Bennett Jones' team; Emails to and from Cassels team re same; CIG transaction closing call;	1.20
Jun-23-21	R. Jacobs	Attend to closing matters and correspondence regarding same. Attend CIG closing call.	1.00
Jun-23-21	K. May	Review notices of revisions and disallowance; attend CIG closing call;	1.10
Jun-23-21	A. Nicholas	Reviewing IP agreements and providing comments; Email to team regarding same;	0.40
Jun-23-21	K. Taylor	Review and respond to email from Jodi Porepa, review summary of exec claims.	0.40
Jun-23-21	M. Lungu	Call with working group;	0.50
Jun-23-21	J. Bornstein	Emails from and to Bennett Jones re Norfolk APA amendment and review comments re same; Review CIG transaction closing documents; Emails to and from C Nicholas re IP related closing documents; CIG transaction daily closing call; Review and comments on flow of funds;	2.40
Jun-23-21	J. Dietrich	Review of email and exchange of messages with J. Bornstein regarding status of CIG; discussion with J. Rosenberg;	1.20
Jun-24-21	R. Jacobs	Review closing agenda. Correspondence regarding claims. Review flow of funds and correspondence with Cassels team.	1.40
Jun-24-21	K. May	Review notices of revision and disallowance; Call with FTI and Cassels re closing;	2.10
Jun-24-21	K. Taylor	Review employment issues regarding exec entitlements.	0.20
Jun-24-21	J. Bornstein	Daily closing call for CIG transaction; Review all closing documents circulated; Analyze purchaser's arguments regarding working capital adjustment; Analyze purchaser's and FTI's proposed calculations regarding same; Multiple calls with BJ, FTI and Cassels teams regarding same; Call with M Lungu regarding status of closing, transaction documents and working capital adjustment issue;	3.10
Jun-24-21	M. Lungu	Call with FTI team and counsel; call with J. Bornstein regarding flow of funds; review of emails; review of closing agenda;	0.60
Jun-24-21	J. Dietrich	Review of revised documents and various discussions regarding CIG closing issues; various discussions regarding closing issues and adjustments;	3.70
Jun-25-21	R. Jacobs	Correspondence with Cassels, Blakes teams regarding closing, open issues. Correspondence regarding disclaimer	1.50

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
		notices. Correspondence regarding claims.	
Jun-25-21	K. May	Call with Purchaser, BJs and FTI re closing; Calls with P. Kennedy and J. Bornstein re flow of funds: closing call;	2.60
Jun-25-21	J. Dietrich	Review of email; review of agreement; various discussions regarding closing issues; additional discussions regarding closing issues; discussion regarding employment claims; participate in closing update call; exchange of email regarding statement of adjustments and flow of funds;	4.40
Jun-25-21	M. Lungu	Attended all hands call;	0.30
Jun-25-21	J. Bornstein	Calls with BJ, FTI and Cassels teams regarding working capital adjustment; Analyze arguments from Blakes regarding same; Review closing documents; Daily closing call; Call with J Dietrich regarding closing; Calls with K May regarding payment from Monitor to Vendor of MD Packaging amounts and instructions regarding Monitor's certificate; Analyze statement of trade payables, statement of adjustments and closing balance sheet;	2.70
Jun-25-21	K. Taylor	Review and respond to email from Jodi Porepa regarding vacation pay, video call regarding exec comp.	0.50
Jun-26-21	J. Dietrich	Exchange of email regarding closing in escrow;	0.30
Jun-27-21	R. Jacobs	Review disallowance notices. Review corr re closing.	1.00
Jun-28-21	J. Bornstein	Emails to and from Blakes, FTI, BJ and Cassels teams regarding closing and Monitor's certificate; Instructions regarding filing Monitor's certificate; Deliver filed Monitor's certificate to Blakes and BJ teams;	0.50
Jun-28-21	R. Jacobs	Correspondence regarding closing deliverables. Correspondence regarding disclaimers.	1.00
Jun-28-21	K. May	Emails with J. Porepa and J. Bornstein re CIG Monitor's certificate; Attend to filing of CIG Monitor's certificate;	1.10
Jun-28-21	J. Dietrich	Follow up regarding closing; exchange of email regarding closing status and discussion with J. Rosenberg; email exchange regarding Norfolk agreement; review of email regarding claim issues;	0.60
Jun-29-21	K. May	Review notice of disclaimer; emails with R. Jacobs and J. Dietrich re same;;	0.70
Jun-29-21	R. Jacobs	Correspondence regarding office lease disclaimer. Correspondence regarding CCAA status and next steps.	0.60
Jun-30-21	K. May	Review employee claim statements; Emails with K. Taylor and J. Dietrich re same; Emails with FTI re Ventin lien notice of dispute;	0.30
Jun-30-21	J. Bornstein	Emails from M Shakra re Norfolk APA amendment to outside date; Review executed agreement re same; Emails to and from K May re same;	0.20
Jun-30-21	K. Taylor	Review and respond to email from Jodi Porepa regarding resignation issue, review employee notices, review email regarding COC payments.	0.50

<b>FEE SUMMARY</b>					
<b>Name</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>	
Jacobs, Ryan	Partner	11.60	1,100.00	12,760.00	
Wunder, Michael	Partner	5.60	915.00	5,124.00	
Dietrich, Jane	Partner	14.10	785.00	11,068.50	
Lungu, Michael	Partner	2.70	665.00	1,795.50	
Nicholas, A. Chandimal	Partner	4.10	625.00	2,562.50	
Taylor, Kristin	Partner	3.40	925.00	3,145.00	
May, Kieran	Associate	10.70	380.00	4,066.00	
Bornstein, Jeremy	Associate	11.00	575.00	6,325.00	
<b>Total (CAD)</b>		<b>63.20</b>		<b>46,846.50</b>	
Our Fees			46,846.50		
HST @ 13.00%			6,090.05		
<b>TOTAL FEES &amp; TAXES (CAD)</b>				<b>52,936.55</b>	

<b>DISBURSEMENT SUMMARY</b>		
<b>Taxable Disbursements</b>		
Delivery		8.00
Total Taxable Disbursements		8.00
HST @ 13.00%		1.04
Total Taxable Disbursements & Taxes		9.04
<b>TOTAL DISBURSEMENTS &amp; TAXES (CAD)</b>		<b>9.04</b>
<b>TOTAL FEES</b>		<b>46,846.50</b>
<b>TOTAL DISBURSEMENTS</b>		<b>8.00</b>
<b>TOTAL TAXES</b>		<b>6,091.09</b>
<b>TOTAL FEES, DISBURSEMENTS &amp; TAXES (CAD)</b>		<b>52,945.59</b>



Attn: Jeff Rosenberg  
FTI Consulting Canada Inc.  
TD Waterhouse Tower  
79 Wellington Street West  
Suite 2010  
Toronto, ON M5K 1G8

Invoice No: 2144705  
Date: August 12, 2021  
Matter No.: 055118-00001  
GST/HST No.: R121379572  
Lawyer: Jacobs, Ryan  
Tel.: (416) 860-6465  
E-mail: RJacobs@cassels.com

Re: FIGR - Restructuring

---

Fees for professional services rendered up to and including August 08, 2021

Our Fees	43,641.00
HST @ 13.00%	5,673.33
<b>TOTAL DUE (CAD)</b>	<b>49,314.33</b>

---

*We are committed to protecting the environment. Please provide your email address to [payments@cassels.com](mailto:payments@cassels.com) to receive invoice and reminder statements electronically.*

***Payment due upon receipt. Please return remittance advice(s) with cheque.***

**REMITTANCE ADVICE:**

*Email payment details to [payments@cassels.com](mailto:payments@cassels.com)*

**CAD EFT and Wire Payments:**

Bank of Nova Scotia  
44 King St. West,  
Toronto, ON, M5H 1H1  
  
Bank I.D.: 002  
Transit No.: 47696  
Account No.: 47696 0073911  
Swift Code: NOSCCATT  
ABA No.: 026002532

**Cheque Payments:**

Cassels Brock & Blackwell LLP  
Finance & Accounting (Receipts)  
Scotia Plaza, Suite 2100, 40 King Street West  
Toronto, Ontario, M5H 3C2 Canada

Invoice No: 2144705  
Matter No.: 055118-00001  
  
Amount: **CAD 49,314.33**

**Online Bill Payments:**

Vendor name is **Cassels Brock Blackwell LLP** and you are required to enter the first six digits of the matter no.

**e-Transfer:** [payments@cassels.com](mailto:payments@cassels.com)

FEE DETAIL			
Date	Name	Description	Hours
Jul-01-21	K. May	Emails with FTI and BJs re employee terminations;	0.20
Jul-02-21	K. May	Emails from G. McIntyre and J. Porepa re communications with claimants;	0.10
Jul-02-21	J. Dietrich	Review of email regarding employee claim issues; review of email regarding amendment and next steps;	0.40
Jul-05-21	K. May	Call with FTI re status of Norfolk sale;	0.80
Jul-05-21	M. Wunder	Correspondence with FTI and Cassels regarding proposed DIP loan repayment and remaining case expenses. Review DIP term sheet and approval order re same.	0.80
Jul-05-21	K. Taylor	Review and respond to email from Jodi Porepa regarding vacation pay issues.	0.30
Jul-05-21	R. Jacobs	Correspondence regarding DIP repayment. Examine order terms. Call with J. Dietrich regarding CCAA issues.	1.00
Jul-05-21	J. Dietrich	Review of emails and discussion with S. Zweig regarding DIP repayment; discussion with R. Jacobs regarding DIP repayment and intercompany issues; discussion regarding Ventin claim, contract disclaimers and employee issues; discussion regarding Norfolk / Health Canada issues;	2.30
Jul-06-21	K. May	Call with FTI and BJs re DIP repayment;	0.70
Jul-06-21	J. Dietrich	Email review and exchange regarding claim issues; discussion regarding DIP repayment intercompany charge amounts; discussion regarding Norfolk status and email exchange regarding same; discussion with J. Rosenberg regarding status;	1.70
Jul-06-21	R. Jacobs	Correspondence regarding DIP repayment, CCAA next steps.	0.60
Jul-06-21	K. Taylor	Review email regarding vacation and employee claims issues.	0.20
Jul-07-21	K. Taylor	Review and respond to email regarding resignation and employee claim statement.	0.30
Jul-07-21	K. May	Review employee claim statements; Emails with K. Taylor, J. Dietrich and R. Jacobs re same;	0.40
Jul-07-21	J. Dietrich	Review and exchange of email regarding DIP repayment and claims issues;	0.40
Jul-07-21	R. Jacobs	Review employee claim letters. Correspondence regarding CCAA strategy and next steps.	0.90
Jul-08-21	J. Dietrich	Review of email regarding DIP and employee issues;	0.20
Jul-08-21	K. May	Emails with BJs FTI and Cassels re Norfolk status;	0.30
Jul-08-21	R. Jacobs	Correspondence regarding Norfolk. Discuss options.	0.70
Jul-09-21	K. Taylor	Review and revise response regarding vacation pay for executives.	0.30
Jul-09-21	J. Dietrich	Email exchange regarding contract issues; discussion regarding contract status and disclaimers; exchange of email regarding employee issues;	1.00
Jul-11-21	R. Jacobs	Correspondence regarding Norfolk.	0.20



<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
Jul-12-21	R. Jacobs	Attend strategy call with FTI, BJ and Cassels team regarding Norfolk. Post call follow up with J. Dietrich. Correspondence with S. Zweig. Review disclaimers and correspondence with K. May regarding same.	1.00
Jul-12-21	J. Dietrich	Discussion regarding Norfolk agreement status and outstanding issues with BJ, FTI and Cassels; review of emails and discussion with K. May regarding disclaimers;	0.90
Jul-12-21	K. Taylor	Review and respond to email from Jodi Porepa regarding RRSP contributions.	0.30
Jul-12-21	K. May	Call with BJs and FTI re status of Norfolk sale; Review and comment on disclaimers; Emails with FTI and J. Dietrich re same;	2.60
Jul-13-21	K. Taylor	Review and respond to email from Jodi Porepa regarding RRSP gross-up request.	0.20
Jul-13-21	J. Dietrich	Email exchange regarding contract disclaimers, employee claims, contract issues and FIGR Norfolk status;	1.40
Jul-13-21	J. Bornstein	Analyze and comment on reservation of rights letter to Norfolk purchaser; Emails to and from Cassels team re same;	0.40
Jul-13-21	R. Jacobs	Review and comment on draft letter regarding Norfolk. Correspondence with S. Zweig. Correspondence with Cassels team regarding same.	1.00
Jul-13-21	K. May	Review and comment on correspondence re Norfolk sale;	1.10
Jul-14-21	J. Bornstein	Call with Cassels and FTI team regarding Norfolk termination/preservation of rights letter; Emails from Cassels team re same; Call with K May re same;	0.50
Jul-14-21	R. Jacobs	Review and comment on draft letter to R. Atkinson. Call with Cassels team regarding strategy on termination.	0.60
Jul-14-21	J. Dietrich	Discussion regarding Norfolk and other outstanding issues; revisions to draft letter; further email exchange regarding CIG contracts;	1.20
Jul-14-21	K. May	Review and comment on correspondence re Norfolk sale; Correspond with J. Bornstein and J. Dietrich re same;	1.10
Jul-15-21	J. Dietrich	Review and discussion regarding contract assignment/disclaimer issues and status; exchange of email regarding Norfolk purchaser issues;	1.40
Jul-15-21	K. May	Review and comment on update to Monitor's website ; emails with J. Dietrich and G. McIntyre re same;	0.40
Jul-16-21	K. May	Review and comment on update to Monitor's website ; emails with J. Dietrich and G. McIntyre re same;	0.30
Jul-16-21	R. Jacobs	Review emails and correspondence regarding Norfolk. Strategy discussion with Cassels team regarding same.	1.00
Jul-16-21	J. Dietrich	Review of email regarding Norfolk financing issues;	0.30
Jul-17-21	J. Dietrich	Review of email and dsicusion regarding Norfolk purchaser financing evidence;	0.50
Jul-18-21	M. Wunder	Correspondence with FTI and Cassels teams regarding	0.70

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
		proposed financing commitments for remainder of case. Review and consider comments from Bennett Jones and summary of financing source options.	
Jul-18-21	R. Jacobs	Review financial disclosure requests regarding Norfolk financing and supplement same. Correspondence with Cassels team.	0.90
Jul-18-21	J. Bornstein	Emails to and from Cassels team re proof of financing provided by Norfolk purchaser; Review comments provided re same from FTI and Bennett Jones; Review proof of financing productions and draft comments re same;	1.80
Jul-18-21	K. May	Review financing letter of Norfolk purchaser; Emails with J. Dietrich and J. Bornstein re same;	0.30
Jul-18-21	J. Dietrich	Review of emails and consider issues related to Norfolk financing;	0.40
Jul-19-21	R. Jacobs	Correspondence regarding disclaimers. Correspondence regarding notice of disallowance. Correspondence regarding Norfolk financing and letter correspondence regarding same. Discuss with Cassels team.	0.80
Jul-19-21	J. Dietrich	Review of emails regarding Norfolk status; discussion regarding status of Norfolk sale agreement; review and comment on draft notice of disallowance;	1.50
Jul-19-21	J. Bornstein	Call with and email to BJ, FTI and Cassels team re FIGR Norfolk financing covenant letter; Review revised letter; Email to Cassels team re same;	1.10
Jul-19-21	K. May	Review and comment on notices of disallowance; emails with J. Dietrich and FTI re same;	1.80
Jul-20-21	J. Dietrich	Review and comment on draft letter from M. Shakra to Norfolk Purchaser; review and comment on draft correspondence to R. Atkinson; review of email regarding disclaimer and contract issues;	0.80
Jul-20-21	R. Jacobs	Comment on latest letter regarding Norfolk. Correspondence regarding disclaimers.	0.60
Jul-20-21	J. Bornstein	Emails to and from Cassels team re FIGR Norfolk financing covenant letter; Revise same; Email to BJ and FTI teams re same;	0.90
Jul-20-21	K. May	Review notices of disallowance and letter to Norfolk purchaser;	0.30
Jul-21-21	J. Bornstein	Emails to and from Cassels team re Assignment Agreement; Analyze assignment agreement and comments re same; Analyze orders and DIP term sheet regarding any consent and approval requirements re same;	0.70
Jul-21-21	K. May	Review and comment on velvet agreement; emails with J. Bornstein and J. Dietrich re same;	1.50
Jul-21-21	R. Jacobs	Analysis regarding assignment agreement and DIP issues. Correspondence with Cassels team regarding same.	1.20
Jul-21-21	J. Dietrich	Review of draft assignment agreement and provide comments;	0.40

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>
Jul-22-21	J. Dietrich	Discussion with S. Zweig;	0.20
Jul-22-21	R. Jacobs	Correspondence regarding disclaimers.	0.40
Jul-23-21	J. Dietrich	Review of draft correspondence to R. Atkinson and comment on same;	0.40
Jul-23-21	R. Jacobs	Email correspondence regarding correspondence to Atkinson on Norfolk. Correspondence regarding disclaimers.	0.50
Jul-23-21	K. Taylor	Review and respond to email from Graham McIntyre regarding vacation and layoff.	0.20
Jul-23-21	K. May	Review and comment on assignment agreement; Emails with J. Bornstein, J. Dietrich, and FTI re same;	0.80
Jul-26-21	K. May	Emails with J. Porepa and BJs re Velvet assignment agreement;	0.70
Jul-26-21	R. Jacobs	Review and comment on Velvet assignment agreement. Review correspondence from FTI regarding same.	0.50
Jul-26-21	J. Dietrich	Email exchange regarding assignment agreement and status;	0.40
Jul-27-21	K. May	Emails with FTI and BJs re velvet invoices and assignment agreement;	0.20
Jul-27-21	J. Dietrich	Discussion with J. Rosenberg and review of email;	0.20
Jul-28-21	R. Jacobs	Correspondence regarding Norfolk next steps.	0.30
Jul-28-21	K. May	Schedule call re next steps with FTI and BJs;	0.10
Jul-28-21	J. Dietrich	Discussion with J. Rosenberg regarding status of Norfolk; email exchange regarding status;	0.50
Jul-29-21	J. Dietrich	Discussion regarding status with S. Zweig; review of draft amendment agreement and exchange of email regarding Norfolk status;	0.70
Jul-29-21	J. Bornstein	Review second amendment to Norfolk asset purchase agreement; Emails to and from Cassels team, FTI team and Bennett Jones team re same;	0.20
Jul-30-21	K. May	Review and comment on notice of disclaimers; Emails with J. Dietrich and FTI re same;	0.60
Jul-30-21	J. Dietrich	Review of email regarding Velvet Assignment; review of email regarding contract disclaimers;	0.30
Jul-31-21	K. May	Emails with FTI and BJs re disclaimers;	0.30
Jul-31-21	J. Dietrich	Review of email regarding disclaimers;	0.20
Aug-03-21	J. Dietrich	Discussion regarding Norfolk status and upcoming motion;	0.50
Aug-03-21	K. May	Review and comment on Norfolk KERP; Emails with J. Dietrich, R. Jacobs, FTI and BJs re same;	1.10
Aug-04-21	J. Dietrich	Review of email regarding municipal deposit and discussion with S. Leisk regarding same;	0.60
Aug-04-21	S. Leisk	Review email re request for application fee refund; call with J. Dietrich and K. May;	0.20
Aug-04-21	K. May	Review and comment on demand letter re Norfolk permit; Call with S. Leisk and J. Dietrich re same; Emails with FTI and J. Dietrich re same;	1.10

Date	Name	Description	Hours
Aug-05-21	J. Dietrich	Review of draft letter and email comments on same; exchange of email regarding status of Norfolk APA;	0.50
Aug-05-21	K. May	Review and comment on demand letter re Norfolk permit; Review and comment on draft letter to purchaser; Draft seventh report;	1.30
Aug-06-21	J. Dietrich	Review of email regarding municipality deposit and status of Norfolk; review of email from R. Atkinson; discussion regarding amendments to APA amendment and status of matter; exchange of email regarding APA amendment;	1.20
Aug-06-21	K. May	Review head office lease and analyze related proof of claim; Emails with J. Dietrich re same;	1.60
Aug-06-21	J. Bornstein	Analyze purchaser's revised second amendment to the Norfolk purchase agreement; Emails and call with BJ, Cassels and FTI teams re same;	0.40

FEE SUMMARY				
Name	Title	Hours	Rate	Amount
Taylor, Kristin	Partner	1.80	925.00	1,665.00
Dietrich, Jane	Partner	20.50	785.00	16,092.50
Jacobs, Ryan	Partner	12.20	1,100.00	13,420.00
Leisk, Signe	Partner	0.20	775.00	155.00
Wunder, Michael	Partner	1.50	915.00	1,372.50
May, Kieran	Associate	19.70	380.00	7,486.00
Bornstein, Jeremy	Associate	6.00	575.00	3,450.00
<b>Total (CAD)</b>		<b>61.90</b>		<b>43,641.00</b>
Our Fees			43,641.00	
HST @ 13.00%			5,673.33	
<b>TOTAL FEES &amp; TAXES (CAD)</b>				<b>49,314.33</b>
<b>TOTAL FEES</b>				<b>43,641.00</b>
<b>TOTAL TAXES</b>				<b>5,673.33</b>
<b>TOTAL FEES &amp; TAXES (CAD)</b>				<b>49,314.33</b>

This is Exhibit "B" referred to in the affidavit of Ryan Jacobs, affirmed before me by videoconference on August 19, 2021 in accordance with O. Reg. 431/20. The affiant was located in the City of Toronto in the Province of Ontario and I was located in the City of Toronto in the Province of Ontario.



.....  
A Commissioner for Taking Affidavits

Commissioner:      Kieran May  
   LSO#: 79672P

**EXHIBIT "B"**  
**Calculation of Average Hourly Billing Rates of**  
**Cassels Brock & Blackwell LLP**  
**for the period principally from May 1, 2021 to August 8, 2021**

<b>Invoice No./ Period</b>	<b>Fees (\$)</b>	<b>Disbursements (\$)</b>	<b>HST (\$)</b>	<b>Total Fees, Disbursements and HST (\$)</b>	<b>Hours Billed</b>	<b>Average Billed Rate (\$)</b>
2139569  (May 1, 2021 to May 31, 2021)	79,660.50	0.00	10,355.87	90,016.37	121.70	654.56
2140753  (June 1, 2021 to June 18, 2021)	77,034.00	19.50	10,016.96	87,070.46	122.10	630.91
2142663  (June 7, 2021 to June 30, 2021)	46,846.50	8.00	6,091.09	52,945.59	63.20	741.24
2144705  (July 1, 2021 to August 8, 2021)	43,641.00	0.00	5,673.33	49,314.33	61.90	705.02
<b>Total</b>	<b>247,182.00</b>	<b>27.50</b>	<b>32,137.25</b>	<b>279,346.75</b>	<b>368.9</b>	<b>670.05</b>

This is Exhibit "C" referred to in the affidavit of Ryan Jacobs, affirmed before me by videoconference on August 19, 2021 in accordance with O. Reg. 431/20. The affiant was located in the City of Toronto in the Province of Ontario and I was located in the City of Toronto in the Province of Ontario.



.....  
A Commissioner for Taking Affidavits

Commissioner: Kieran May  
LSO#: 79672P

**EXHIBIT "C"**

**Billing Rates of Cassels Brock & Blackwell LLP**

For the period principally from May 1, 2021 to August 8, 2021

<b>Year of Call</b>	<b>Lawyer</b>	<b>Rate (\$)</b>	<b>Fees Billed (\$)</b>	<b>Hours Worked</b>
2004	Jane Dietrich	785.00	74,889.00	95.40
1990	Michael Wunder	915.00	22,326.00	24.40
2004 (New York) 2011 (Ontario)	Ryan Jacobs	1,100.00	54,340.00	49.40
2020	Kieran May	380.00	39,786.00	104.70
Legal Assistant	Stephanie Waugh	200.00	760.00	3.80
2009	Michael Lungu	665.00	3,125.50	4.70
2006	A. Chandimal Nicholas	625.00	3,750.00	6.00
2014	Jeremy Bornstein	575.00	36,282.50	63.10
1995 (Ontario) 2000 (New Brunswick)	Kristin Taylor	925.00	8,880.00	9.60
2020	Erin Minuk	380.00	2,888.00	7.60
2002	Signe Leisk	775.00	155.00	0.20



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 FIGR BRANDS, INC., FIGR NORFOLK INC. and CANADA'S  
ISLAND GARDEN INC.  
Applicants

---

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(Commercial List)**

Proceeding Commenced at Toronto

---

**AFFIDAVIT OF RYAN JACOBS  
SWORN August 19, 2021**

---

**CASSELS BROCK & BLACKWELL LLP**

Suite 2100, Scotia Plaza  
40 King Street West  
Toronto, Ontario M5H 3C2

Lawyer: Ryan Jacobs  
LSO: 59510J  
Email: rjacobs@cassels.com  
Telephone: 416-869-5963

Lawyer: Jane O. Dietrich  
LSO: 49302U  
Email: jdietrich@cassels.com  
Telephone: 416-860-5523

*Counsel to the Monitor*

**EQPHF GPVKCN'CRRGPF KZ'5C"**

**[ATTACHED TO THE UNREDACTED COPY OF THE SIXTH REPORT OF THE MONITOR]**

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  
FIGR BRANDS, INC., *et al.*

Court File No: CV-21-00655373-00CL

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

Proceeding commenced at TORONTO

**SIXTH REPORT TO THE COURT**  
**SUBMITTED BY FTI CONSULTING CANADA**  
**INC.,**  
**IN ITS CAPACITY AS MONITOR**

**Cassels Brock & Blackwell LLP**  
2100 Scotia Plaza  
40 King Street West  
Toronto, ON M5H 3C2

**Ryan Jacobs LSO #: 59510J**  
Tel: 416.860.6465  
Fax: 416.640.3189  
Email: rjacobs@cassels.com

**Jane O. Dietrich LSO #: 49302U**  
Tel: 416.860.5223  
Fax: 416.640.3144  
Email: jdietrich@cassels.com

Lawyers for FTI Consulting Canada Inc., in its  
capacity as Monitor