

Rivas, Tyler

To: Robinson, Jim
Subject: RE: [EXTERNAL] GNC Holdings Inc. Plan of Arrangement - Court File No. CV-20-00642970-00CL

From: "Gilmore, Madam Justice Cory (SCJ)" <Cory.Gilmore@scj-csj.ca>

Date: July 27, 2020 at 3:30:34 PM EDT

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Counsel: Please see my endorsement below.

Endorsement of Gilmore, J.

This is a motion filed by GNC Holdings to recognize and give full effect to certain Second Day Orders granted by the United States Bankruptcy Court for the District of Delaware pursuant to s.49 of the *Companies' Creditors Arrangement Act* ("CCAA"). The Orders sought are not opposed.

On June 29, 2020 this court issued an initial recognition order and granted a supplemental order that gave effect to certain First Day Orders granted by the U.S. Court.

The Debtors now seek recognition of final orders previously recognized by this Court on June 29, 2020 and certain other orders related to Second Day motions.

Specifically the Debtors seek final recognition of the Cash Management Order, the Critical Vendors Order, the Customer Programs Order, the DIP Order, the Final Equity Trading NOL Order, the Insurance Order, the Lien and Import Claims Order, the Final Store Closing Order, the Final Tax Order, the Final Utilities Order and the Final Wages Order.

The "new" orders for which the Debtors seek recognition for the first time in Canada are the Bar Date Order, the Bidding Procedures Order, and certain orders related to Unexpired Leases.

Mr. Bomhof took the court through the relevant sections of the First Report of the Information Officer dated July 24, 2020. The First Report sets out that recognition of the Second Day Final Orders is appropriate including that:

- a. The notice provisions of the Bar Date Order are adequate as is recognition of it;
- b. The Revised Bidding Procedures are appropriate as is recognition of that Order;
- c. Recognition of the Lease Rejection Orders is appropriate.
- d. The Debtors are authorized to borrow the remaining \$70 million in addition to the \$30 million previously authorized under the interim DIP facility.

Given counsel's submissions, the material filed and the fact that the matter is unopposed, I see no reason not to grant the draft Recognition Order provided which is attached and in effect immediately.

C. Gilmore, J.

July 27, 2020

Madam Justice Cory A. Gilmore
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