

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MADAM ) FRIDAY, THE 30<sup>TH</sup>  
)  
)  
JUSTICE CONWAY ) DAY OF OCTOBER, 2020  
)

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 VITAMIN  
OLDCO HOLDINGS, INC., VITAMIN OLDCO CENTRES COMPANY, VITAMIN OLDCO PARENT  
LLC, VITAMIN OLDCO CORPORATION, VITAMIN OLDCO CENTERS, INC., VITAMIN OLDCO,  
INC., VITAMIN OLDCO INVESTMENT COMPANY, VITAMIN OLDCO LUCKY CORPORATION,  
VITAMIN OLDCO FUNDING, INC., VITAMIN OLDCO INTERNATIONAL HOLDINGS, INC.,  
VITAMIN OLDCO HEADQUARTERS LLC, VITAMIN HOLDCO ASSOCIATES, LTD., VITAMIN  
OLDCO CANADA HOLDINGS, INC., VITAMIN OLDCO GOVERNMENT SERVICES, LLC,  
VITAMIN OLDCO PUERTO RICO HOLDINGS, INC., AND VITAMIN OLDCO PUERTO RICO,  
LLC

APPLICATION OF VITAMIN OLDCO HOLDINGS, INC. UNDER SECTION 46 OF THE  
*COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

**ORDER  
(RE: APPROVAL OF INFORMATION OFFICER'S ACTIVITIES AND FEES)**

**THIS MOTION**, made by FTI Consulting Canada Inc. ("**FTI**"), in its capacity as the Court-appointed Information Officer (the "**Information Officer**") in respect of these proceedings, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") for an order substantially in the form enclosed in the Motion Record seeking (i) approval of the Fifth Report of the Information Officer dated October 14, 2020 (the "**Fifth Report**") and the Sixth Report of the Information Officer dated October 27, 2020 (the "**Sixth Report**"), and (ii) approval of the fees of the Information Officer and its counsel Stikeman Elliott LLP, was heard this day by judicial videoconference via Zoom at Toronto, Ontario due to the COVID-19 Emergency.

**ON READING** the Sixth Report, and on hearing submissions of counsel to the Debtors, counsel to the Information Officer, and counsel to those parties shown on the counsel slip, no one else appearing although no one else appearing although served, as evidenced by the Affidavit of Service of Sanja Sopic, filed,

#### **SERVICE**

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

#### **CAPITALIZED TERMS**

2. **THIS COURT ORDERS** that capitalized terms not defined herein shall have the meanings ascribed thereto in the Sixth Report.

#### **APPROVAL OF INFORMATION OFFICER'S REPORTS**

3. **THIS COURT ORDERS** that (a) the Fifth Report and the Sixth Report; and (b) the activities of the Information Officer, as described in the Fifth Report and the Sixth Report, are hereby approved; provided, however, that only the Information Officer, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

#### **APPROVAL OF FEES OF THE INFORMATION OFFICER AND ITS COUNSEL**

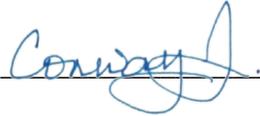
4. **THIS COURT ORDERS** that the fees and disbursements of the Information Officer, as described in the Sixth Report and set out in the affidavit of Nigel D. Meakin sworn October 27, 2020, including the Subsequent Fees and Disbursements of the Information Officer, are hereby approved.

5. **THIS COURT ORDERS** that the fees and disbursements of the Information Officer's Counsel, as described in the Sixth Report and set out in the affidavit of Ashley Taylor sworn October 27, 2020, including the Subsequent Fees and Disbursements of the Information Officer's Counsel, are hereby approved.

#### **AID AND RECOGNITION**

6. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Foreign Representative, the Debtors, the Information Officer and their respective agents

in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Foreign Representative, the Debtors, the Information Officer, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Foreign Representative, the Debtors, the Information Officer and their respective agents in carrying out the terms of this Order.

  
\_\_\_\_\_

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF VITAMIN OLDKO HOLDINGS, INC., VITAMIN OLDKO CENTRES COMPANY, VITAMIN OLDKO PARENT LLC, VITAMIN OLDKO CORPORATION, VITAMIN OLDKO CENTERS, INC., VITAMIN OLDKO, INC., VITAMIN OLDKO INVESTMENT COMPANY, VITAMIN OLDKO LUCKY CORPORATION, VITAMIN OLDKO FUNDING, INC., VITAMIN OLDKO INTERNATIONAL HOLDINGS, INC., VITAMIN OLDKO HEADQUARTERS LLC, VITAMIN HOLDKO ASSOCIATES, LTD., VITAMIN OLDKO CANADA HOLDINGS, INC., VITAMIN OLDKO GOVERNMENT SERVICES, LLC, VITAMIN OLDKO PUERTO RICO HOLDINGS, INC., AND VITAMIN OLDKO PUERTO RICO, LLC  
APPLICATION OF VITAMIN OLDKO HOLDINGS, INC. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

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

PROCEEDINGS COMMENCED AT TORONTO

**ORDER  
(APPROVAL OF INFORMATION OFFICER'S  
ACTIVITIES AND FEES)**

**STIKEMAN ELLIOTT LLP**

5300 Commerce Court West  
199 Bay Street Toronto, ON M5L 1B9  
Fax: 416-947-0866

**Ashley Taylor LSO No. 39932E**

Tel: 416-869-5236  
Email: ataylor@stikeman.com

**Maria Konyukhova LSO No. 52880V**

Tel: (416) 869-5230  
Email: mkonyukhova@stikeman.com

**Sanja Sopic LSO No. 66487P**

Tel: (416) 869-6825  
Email: ssopic@stikeman.com

**Lawyers for the Information Officer**