



Court File No.: CV-24-00719237-00CL

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

THE HONOURABLE

)

WEDNESDAY, THE 29th

JUSTICE OSBORNE

)

DAY OF JANUARY, 2025

)

B E T W E E N:

NUANCE PHARMA LTD.

Applicant

- and -

ANTIBE THERAPEUTICS INC.

Respondent

**IN THE MATTER OF AN APPLICATION UNDER SECTION 101 OF THE
*COURTS OF JUSTICE ACT***

**ORDER
(Approving Interim Distribution re Nuance Constructive Trust
and Other Ancillary Relief)**

THIS MOTION, made by FTI Consulting Canada Inc. in its capacity as the Court-appointed receiver and manager (in such capacity, the "**Receiver**") without security, of all of the present and future assets, undertakings and real and personal property of Antibe Therapeutics Inc. ("**Antibe**"), was heard this day via Zoom videoconference at 330 University Avenue, Toronto, Ontario.

ON READING the Motion Record of the Receiver dated January 15, 2025, the Second Report of the Receiver dated January 15, 2025 (including the appendices thereto, the "**Second**

Report”), and on hearing the submissions of counsel for the Receiver and such other counsel as were present, no one appearing for any other person on the Service List, as appears from the affidavit of service, sworn and filed,

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and Motion Record herein is hereby abridged and validated such that this motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that capitalized terms used in this Order and not otherwise defined herein have the meaning ascribed to them in the Second Report.

INTERIM DISTRIBUTION TO NUANCE PHARMA LTD. (“NUANCE”)

3. **THIS COURT ORDERS** that the Receiver is hereby authorized and directed, without personal or corporate liability whatsoever to any Person, and without further Order of this Court, to make a distribution to Nuance in respect of Nuance’s Traceable Funds, as soon as practicable after the granting of this Order, as a permanent paydown and indefeasible repayment of the indebtedness and obligations secured by the Nuance Constructive Trust Claim.

DISTRIBUTIONS GENERALLY

4. **THIS COURT ORDERS** that the Receiver is hereby authorized to take all reasonably necessary steps and actions to affect the distributions in accordance with the provisions of this Order.

APPROVAL OF THE ACTIVITIES OF THE RECEIVER

5. **THIS COURT ORDERS** that the Second Report and the activities, conduct and decisions of the Receiver set out therein are hereby ratified and approved, provided that only the Receiver, 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.

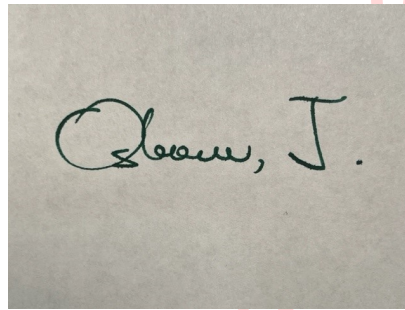
ACCOUNTS

6. **THIS COURT ORDERS** that the accounts of the Receiver and its legal counsel, Thornton Grout Finnigan LLP (“TGF”), as filed with the Second Report, are hereby approved and passed in these proceedings.

GENERAL

7. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada.
8. **THIS COURT ORDERS** that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.
9. **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. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver and its agents as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

10. **THIS COURT ORDERS** that this Order is effective as of 12:01 a.m. Toronto Time on the date of this Order and is enforceable without the need for entry and filing.

A rectangular area containing a handwritten signature in black ink on a light-colored background. The signature is written in a cursive style and reads "Osborne, J.".

Digitally signed
by Osborne J.

Date:

2025.01.30

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NUANCE PHARMA LTD.
Applicant

AND

ANTIBE THERAPEUTICS INC.
Respondent

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ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
Proceedings commenced at Toronto

ORDER
(Approval of Interim Distribution re Nuance
Constructive Trust and other Ancillary Relief)

Thornton Grout Finnigan LLP
Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON M5K 1K7

Rebecca L. Kennedy (LSO# 61146S)
Email: rkennedy@tgf.ca

Ines Ferreira (LSO # 81472A)
Email: iferreira@tgf.ca

Tel: 416-304-1616
Fax: 416-304-1313

Lawyers for the Receiver