

**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 BZAM LTD., BZAM HOLDINGS INC., BZAM
CANNABIS CORP., FOLIUM LIFE SCIENCE INC., 102172093
SASKATCHEWAN LTD., THE GREEN ORGANIC DUTCHMAN
LTD., MEDICAN ORGANIC INC., HIGH ROAD HOLDING CORP.,
FINAL BELL CORP. AND 1001028579 ONTARIO INC.**

Applicants

MONITOR'S CERTIFICATE

RECITALS

A. Pursuant to the Order of the Honourable Justice Osborne of the Ontario Superior Court of Justice (Commercial List) dated February 28, 2024, as amended on March 8, 2024, the Applicants were granted protection from their creditors pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, and FTI Consulting Canada Inc. was appointed as the monitor of the Applicants (in such capacity, the "**Monitor**").

B. Pursuant to the Approval and Reverse Vesting Order of the Court (Stalking Horse Transaction) granted May 15, 2025 (as amended by the Approval and Reverse Vesting Order and Subscription Agreement Amending Order granted July 30, 2025, the "**Order**"), the Court, *inter alia*: (i) approved the transaction (the "**Transaction**") contemplated by the amended and restated share subscription agreement dated May 9, 2025 (as amended by the second amended and restated share subscription agreement dated July 24, 2025, the "**Subscription Agreement**") between BZAM Ltd. ("**BZAM**") and 1000816625 Ontario Inc. (the "**Purchaser**"), for the subscription and purchase of the Subscribed Shares and authorizing and directing BZAM and the BZAM Entities to perform their obligations under the Subscription Agreement; (ii) approved the addition of 1001028579 Ontario Inc. ("**ResidualCo**") as an applicant to these CCAA Proceedings and the

removal of BZAM, Medican Organic Inc., and The Green Organic Dutchman Ltd. as Applicants to these CCAA Proceedings; (iii) approved the assignment of all rights and obligations under the Assigned Contract to The Green Organic Dutchman Ltd., subject to certain conditions; (iv) transferred and vested all of the Purchased Entities' right, title and interest in and to the Excluded Liabilities and the Excluded Assets to and in ResidualCo; (v) approved the Reorganization and Restructuring Steps; and (vi) vested in the Purchaser or its nominee all of the right, title and interest in and to the Subscribed Shares and the Retained Assets owned by the Purchased Entities on the Closing Date, free and clear of all Encumbrances other than the Permitted Encumbrances, 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 BZAM that all conditions to closing have been satisfied or waived by the parties to the Subscription Agreement.

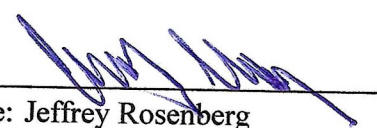
C. Capitalized terms not defined herein shall have the meaning given to them in the Order or the Subscription Agreement.

THE MONITOR CERTIFIES the following:

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

2. This certificate was delivered by the Monitor at Toronto, ON on October 10, 2025.

) **FTI CONSULTING CANADA INC.**, in
) its capacity as court-appointed monitor of
) the Applicants and not in its personal
) capacity
)
)

) Per: 

) Name: Jeffrey Rosenberg

) Title: Senior Managing Director
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