



Court File No.: CV-24-00715773-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE)
JUSTICE OSBORNE)
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)
)
MONDAY, THE 13th
DAY OF JANUARY, 2025

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

ANCILLARY ORDER

THIS MOTION, made by the Applicants, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, for an order, among other things, (i) extending the stay of proceedings, (ii) approving the Confidential Supplement to the Second Report of FTI Consulting Canada Inc., in its capacity as Court-appointed monitor (in such capacity, the "**Monitor**") dated April 16, 2024 (the "**Confidential Supplement**"), the Supplement to the Seventh Report of the Monitor dated December 2, 2024 (the "**Supplemental Report**") and the Eighth Report of the Monitor dated January 9, 2025 (the "**Eighth Report**", and together with the Confidential Supplement and the Supplemental Report, the "**Monitor's Reports**") and the Monitor's conduct and activities therein, and (iii) approving the sealing of (x) the Settlement Agreement dated December 13, 2024 among Final Bell Holdings International Ltd., Cortland Credit Lending Corporation and the Applicants (the "**Settlement Agreement**"), (y) the Confidential Appendix of the Eighth Report (the "**Confidential Appendix**"), and (z) the Confidential Supplement, was heard this day by judicial videoconference via Zoom.

ON READING the affidavit of Matthew Milich dated January 8, 2025, and the Exhibits thereto (the "**Milich Affidavit**") and the Eighth Report, and on hearing the submissions of counsel for the Applicants and the additional parties listed in Schedule "A" hereto, counsel for the Monitor, counsel for the DIP Lender, counsel for 2627411 Alberta Ltd. and counsel for the Stalking Horse Purchaser, and such other counsel that were present, no one else appearing although duly served as appears from the affidavit of service of Jamie Ernst, filed:

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that all capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Milich Affidavit or the Amended and Restated Initial Order dated March 8, 2024 (the "**ARIO**"), as applicable.

EXTENSION OF THE STAY PERIOD

3. **THIS COURT ORDERS** that the Stay Period as defined in paragraph 15 of the ARIO is hereby extended until and including March 31, 2025.

APPROVAL OF THE MONITOR'S ACTIVITIES AND REPORTS

4. **THIS COURT ORDERS** that the Monitor's Reports are hereby approved, and the activities and conduct of the Monitor as described therein are hereby ratified and approved; provided, however, that only the Monitor, 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.

SEALING

5. **THIS COURT ORDERS** that:
 - (a) the Confidential Exhibit "I" to the Milich Affidavit (the "**Confidential Exhibit**"), being the Settlement Agreement;

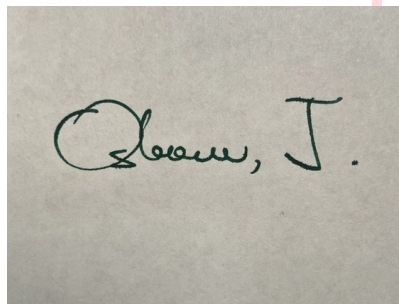
- (b) the Confidential Appendix, being an appendix to the Eighth Report that contains certain confidential information relating to the Settlement Agreement; and
- (c) the Confidential Supplement, being the confidential report of the Monitor, which sets out, among other things, the economic terms of the LOIs received by the Monitor and the Applicants prior to the Phase I Deadline (as defined in the SISP Approval Order dated March 8, 2024),

be sealed, kept confidential and not form part of the public record, and that the Confidential Exhibit, the Confidential Appendix and the Confidential Supplement shall be placed separate and apart from all other contents of the Court file, each in a sealed envelope attached to a notice that sets out the title of these proceedings and a statement that the contents are subject to a sealing order and shall only be opened upon further Order of this Court.

GENERAL

6. **THIS COURT ORDERS** that this Order is effective as of 12:01 AM from the date that it is made and is enforceable without the need for entry and filing.

7. **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 Applicants, the Monitor 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 Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

A rectangular area containing a handwritten signature in black ink that reads "Osborne, J.". The signature is written in a cursive style.

Digitally signed
by Osborne J.

Date:

2025.01.13

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SCHEDULE "A"
NON - APPLICANT STAY PARTIES

1. The Green Organic Beverage Corp.
2. TGOD Europe B.V.
3. 9430-6347 Québec Inc.
4. The Green Organic Dutchman Germany GmbH

ORS ARRANGEMENT

Court File No./N° du dossier du greffe : CV-24-00715773-00CL

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

Proceeding commenced at Toronto

ANCILLARY ORDER

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