

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 Vesting Order of the Court granted January 13, 2025 (the "Order"), the Court, *inter alia*: (i) approved the transaction (the "Transaction") contemplated by an agreement of purchase and sale (the "Purchase Agreement") between BZAM Cannabis Corp. (the "Company"), as vendor, and 2627411 Alberta Ltd. (the "Purchaser"), as purchaser, dated January 6, 2025 (as amended, the "Purchase Agreement"), (ii) authorized and directed the Applicants to make certain payments and distributions, and (iii) provided for the vesting in the Purchaser of all the Company's right, title and interest in and to the property described in the Purchase Agreement, which such vesting is 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 the Company that all conditions to closing have been satisfied or waived by the parties to the Purchase Agreement.

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

THE MONITOR CERTIFIES the following:

1. The Monitor has received written confirmation from the Purchaser and the Company, in form and substance satisfactory to the Monitor, that all conditions to closing have been satisfied or waived by the parties to the Purchase Agreement.
2. This certificate was delivered by the Monitor at 4:50 PM on February 4, 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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