



Timothy W. Dore
U.S. Bankruptcy Court

(Dated as of Entered on Docket date above)

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UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

In re
VICINITY MOTOR CORP., *et al.*,¹
Debtors in a Foreign Proceeding.

Lead Case No. 24-12675-TWD

Jointly Administered with:
Case No. 24-12677;
Case No. 24-12678; and
Case No. 24-12679

**ORDER GRANTING
PROVISIONAL RELIEF**

This matter came before the Court on the *Ex Parte Motion for Provisional Relief* (the “Motion”)² filed by FTI Consulting Canada Inc., in its capacity as the receiver (the “Receiver”) appointed in the Canadian insolvency proceeding of Vicinity Motor Corp., Vicinity Motor (Bus) Corp., Vicinity Motor (Bus) USA Corp., and Vicinity Motor Property, LLC (collectively, the “Debtors”), *In the Matter of the Receivership of Vicinity Motor (Bus) Corp., et al.*, Supreme Court of British Columbia, Vancouver Registry No. S-247082(the “Canadian Proceeding”). Upon

¹ The Debtors are Vicinity Motor Corp., Bankruptcy Case No. 24-12675, Vicinity Motor (Bus) Corp., Bankruptcy Case No. 24-12677, Vicinity Motor (Bus) USA Corp., Bankruptcy Case No. 24-12678, and Vicinity Motor Property, LLC, Bankruptcy Case No. 24-12679.

² Capitalized terms used but not defined in the Order shall have the meaning set forth in the Motion.

1 consideration of the Motion, the Declaration of Tom Powell and exhibits thereto, the Receiver
2 Order commencing the Canadian Proceeding, the evidence presented and the arguments of
3 counsel; the Court hereby FINDS, CONCLUDES, and ORDERS:

4 1. Notice of the Motion was proper in the circumstances (or that to the extent that
5 notice was insufficient, this Order should be issued without notice to avoid irreparable harm to the
6 Debtors' estates); and, therefore, the relief requested in the Motion is GRANTED on a provisional
7 basis.

8 2. Vicinity Motor Corp., Vicinity Motor (Bus) Corp., Vicinity Motor (Bus) USA
9 Corp., and Vicinity Motor Property, LLC are the Debtors in this jointly administered Chapter 15
10 case.

11 3. On October 21, 2024, in the Canadian Proceeding, the Debtors were placed into a
12 receivership proceeding under Section 243(1) of Canada's *Bankruptcy and Insolvency Act*, R.S.C.
13 1985, c. B-3, as amended (the "BIA") and Section 39 of Canada's *Law and Equity Act*, R.S.B.C.
14 1996 c. 253, as amended (the "LEA"), and the Receiver was appointed by the Supreme Court of
15 British Columbia to preserve and administer the Debtors' estates pursuant to the BIA and LEA.

16 4. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157(a) and (b)
17 and 1334(a) and (b).

18 5. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P), and the Court may
19 enter a final order in respect of it under Article III of the United States Constitution.

20 6. Venue is proper in this District pursuant to 28 U.S.C. § 1410(1) and (3) because the
21 Debtors' principal assets in the United States are located in Ferndale, Washington, and venue here
22 is otherwise consistent with the interests of justice, convenience of the parties, and relief sought
23 by the Receiver.

24 7. The Debtors are eligible to be debtors under Chapter 15 pursuant to 11 U.S.C. §§
25 109(a) and 1501(b) because they own real and personal property in the United States, and the
26 Receiver is a foreign representative for the Debtors seeking assistance in the United States in
27 connection with a foreign proceeding.

ORDER GRANTING PROVISIONAL RELIEF - 2

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1 8. These Chapter 15 cases were properly commenced pursuant to 11 U.S.C. §§ 1504
2 and 1509(a) by the Receiver filing the Petition, applying to this Court pursuant to 11 U.S.C. § 1515
3 for recognition of the Canadian Proceeding as a foreign main proceeding pursuant to 11 U.S.C.
4 § 1517(b)(1).

5 9. Relief is urgently needed to protect the assets of the Debtors or the interests of the
6 creditors pursuant to 11 U.S.C. § 1519(a).

7 10. The relief granted herein is necessary and appropriate to effectuate the purposes
8 and objectives of Chapter 15 and to protect the Debtors, their assets, creditors, and other parties in
9 interest.

10 11. There is a substantial likelihood that the Receiver is a person within the meaning
11 of 11 U.S.C. § 101(41) and is the duly appointed foreign representative of the Debtors within the
12 meaning of 11 U.S.C. § 101(24).

13 12. There is a substantial likelihood that the Canadian Proceeding is a foreign
14 proceeding within the meaning of 11 U.S.C. § 101(23).

15 13. There is a substantial likelihood that the Canadian Proceeding is entitled to
16 recognition by this Court pursuant to 11 U.S.C. § 1517.

17 14. There is a substantial likelihood that Canada is the center of main interest of the
18 Debtors, and accordingly, that the Canadian Proceeding is a “foreign main proceeding” as defined
19 in 11 U.S.C. § 1502(4), and is entitled to recognition as a foreign main proceeding under 11 U.S.C.
20 § 1517(b)(1).

21 15. There is a substantial threat of irreparable harm to the Receiver in its capacity as
22 the receiver appointed in the Canadian Proceeding, and the Debtors’ receivership estate and
23 creditors, if immediate provisional relief is not granted pursuant to 11 U.S.C. § 1519 as set forth
24 herein.

25 16. Any threatened injury to the Receiver, in its capacity as the receiver appointed in
26 the Canadian Proceeding, and the Debtors’ estates and creditors, outweighs any damage the relief
27 set forth herein might cause to third parties. The injunctive relief will benefit the Debtors’ creditors

1 by maximizing the value of the Debtors' assets, ensuring an equitable and orderly distribution of
2 assets, and facilitating the Canadian Proceeding.

3 17. The injunctive relief is in the public interest. It sets to facilitate a cross-border
4 reorganization that will provide a benefit to the Debtors' receivership estate. The injunctive relief
5 is supported by notions of comity and will allow the Receiver to preserve the Debtors' assets and
6 maximize value for the Debtors' receivership estate.

7 18. The relief granted is necessary and appropriate, in the interest of the public and
8 international comity, consistent with United States public policy, warranted pursuant to 11 U.S.C.
9 § 1519, and will not cause any hardship to any party in interest that is not outweighed by the
10 benefits of granting the requested relief.

11 19. There is a substantial likelihood that with the relief granted herein, the Receiver
12 will be able to successfully preserve and administer the Debtors' assets under the provisions of the
13 Bankruptcy Code in this Chapter 15 case, and under the BIA/LEA and Receiver Order in the
14 Canadian Proceeding, which will benefit all creditors.

15 20. The Receiver, in its capacity as the receiver appointed in the Canadian Proceeding,
16 is entitled to, and hereby granted, the full protections and rights available pursuant to 11 U.S.C. §
17 1519(a).

18 21. Execution against the assets of the Debtors is hereby stayed.

19 22. The administration or realization of all of the assets of the Debtors within the
20 territorial jurisdiction of the United States is hereby entrusted to the Receiver, to protect and
21 preserve the value of assets that, by their nature or because of other circumstances, are perishable,
22 susceptible to devaluation or otherwise in jeopardy.

23 23. The right of any person or entity, other than the Receiver, to transfer or otherwise
24 dispose of any assets of the Debtors is hereby suspended unless authorized in writing by the
25 Receiver or by Order of this Court or the Canadian Proceeding, as applicable.

1 24. The Receiver may undertake the examination of witnesses, the taking of evidence,
2 the production of documents, or the delivery of information concerning the assets, affairs, rights,
3 obligations or liabilities of the Debtors.

4 25. The commencement or continuation of any action or proceeding concerning the
5 Debtors, the assets, rights, obligations, or liabilities of the Debtors, and the Receiver in its capacity
6 as foreign representative of the Debtors, is hereby stayed in a manner coextensive with 11 U.S.C.
7 § 362.

8 26. The right of any person or entity, other than the Receiver, to discontinue, fail to
9 honor, repudiate, terminate or cease to perform any right, renewal right, contract, agreement,
10 license or permit in favor of or held by the Debtors is hereby suspended unless authorized in
11 writing by the Receiver or by order of this Court or the Canadian Proceeding, as applicable.

12 27. All relief granted herein is on a provisional basis, subject to this Court's recognition
13 of the Canadian Proceeding as a foreign proceeding pursuant to 11 U.S.C. § 1517(b).

14 28. The Court finds that no bond or security is required because it is unnecessary in this
15 case to protect creditors or third parties.

16 29. Notwithstanding Federal Rule of Bankruptcy Procedure 7062, made applicable to
17 this case by Federal Rule of Bankruptcy Procedure 1018, the terms and conditions of this Order
18 shall be immediately effective and enforceable upon its entry and, upon its entry, shall become
19 final and appealable. The Receiver is not subject to any stay in the implementation, enforcement,
20 or realization of the relief granted in the Order, and the Receiver is authorized and empowered and
21 may, in its discretion and without further delay, take any action and perform any act necessary to
22 implement and effectuate the terms of the Order.

23 30. This Order applies to all parties in interest in these Chapter 15 cases and all of their
24 agents, employees, and representatives, and all those who act in concert with them who receive
25 notice of this Order.

26 31. This Court shall retain jurisdiction with respect to the enforcement, amendment or
27 modification of this Order, any request for additional relief, or any adversary proceeding brought

1 in and through this Chapter 15 case, and any request by an entity for relief from the provisions of
2 this Order, for cause shown, that is properly commenced and within the jurisdiction of this Court.

3 32. Any party in interest may make a motion seeking relief from, or modification of,
4 this Order and shall provide notice of such motion to the Receiver's U.S. counsel below:

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14 33. To the extent of any conflict or inconsistency between this Order and the Receiver
15 Order and the Receiver's duties under the BIA/LEA, the Receiver Order as amended,
16 supplemented, or modified, shall control.

17 /// END OF ORDER ///

18 Presented by:

19 LANE POWELL PC

20 By: /s/ James B. Zack

21 Gregory R. Fox, WSBA No. 30559
22 James B. Zack, WSBA No. 48122
23 Attorneys for FTI Consulting Canada Inc.,
24 Foreign Representative
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