



NO. S197744
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C.C-36**

BETWEEN:

MINISO INTERNATIONAL HONG KONG LIMITED, MINISO INTERNATIONAL
(GUANGZHOU) CO. LIMITED, MINISO LIFESTYLE CANADA INC., MIHK
MANAGEMENT INC., MINISO TRADING CANADA INC., MINISO
CORPORATION and GUANGDONG SAIMAN INVESTMENT CO. LIMITED

PETITIONERS

AND:

MIGU INVESTMENTS INC., MINISO CANADA INVESTMENTS INC., MINISO
(CANADA) STORE INC., MINISO (CANADA) STORE ONE INC., MINISO
(CANADA) STORE TWO INC., MINISO (CANADA) STORE THREE INC.,
MINISO (CANADA) STORE FOUR INC., MINISO (CANADA) STORE FIVE
INC., MINISO (CANADA) STORE SIX INC., MINISO (CANADA) STORE
SEVEN INC., MINISO (CANADA) STORE EIGHT INC., MINISO (CANADA)
STORE NINE INC., MINISO (CANADA) STORE TEN INC., MINISO (CANADA)
STORE ELEVEN INC., MINISO (CANADA) STORE TWELVE INC., MINISO
(CANADA) STORE THIRTEEN INC., MINISO (CANADA) STORE FOURTEEN
INC., MINISO (CANADA) STORE FIFTEEN INC., MINISO (CANADA) STORE
SIXTEEN INC., MINISO (CANADA) STORE SEVENTEEN INC., MINISO
(CANADA) STORE EIGHTEEN INC., MINISO (CANADA) STORE NINETEEN
INC., MINISO (CANADA) STORE TWENTY INC., MINISO (CANADA) STORE
TWENTY-ONE INC., MINISO (CANADA) STORE TWENTY-TWO INC. and
1120701 B.C. LTD.

RESPONDENTS

Monitor's Certificate

All capitalized terms used herein and not otherwise defined have the meaning ascribed to them in the Acquisition Agreement dated November 5, 2019, as amended (the "**Acquisition Agreement**") between Migu Investments Inc., Miniso Canada Investments Inc., Miniso (Canada) Store Inc., Miniso (Canada) Store One Inc., Miniso (Canada) Store Three Inc., Miniso (Canada) Store Four Inc., Miniso (Canada) Store Five Inc., Miniso (Canada) Store Eight Inc., Miniso (Canada) Store Nine Inc., Miniso (Canada) Store Ten Inc., Miniso (Canada) Store Eleven Inc., Miniso (Canada) Store Twelve Inc., Miniso (Canada) Store Thirteen Inc., Miniso (Canada) Store Fourteen Inc., Miniso (Canada) Store Seventeen Inc., Miniso (Canada) Store Twenty-One Inc., Miniso

(Canada) New West Store Inc., Miniso (Canada) Conestoga Store Inc. and Miniso (Canada) Promenade Store Inc. (the "**Migu Vendor Companies**"), as vendors, Miniso Lifestyle Canada Inc. (the "**Purchaser**"), as purchaser, and others, a copy of which is attached as Schedule B to the Acquisition Agreement Approval and Vesting Order made November 6, 2019 (the "**Vesting Order**").

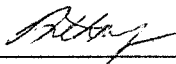
PURSUANT TO AN ORDER of this Honourable Court (the "**Court**") made July 12, 2019, Alvarez & Marsal Canada Inc. was appointed the monitor (the "**Monitor**") of the Migu Vendor Companies and others.

PURSANT TO PARAGRAPHS 2 AND 3 OF THE VESTING ORDER and pursuant to the Acquisition Agreement, the Monitor hereby certifies as follows:

1. The Monitor confirms that the Purchaser has delivered the Cash Payment to the Monitor; and
2. The Monitor confirms that all conditions precedent to the Acquisition Agreement have been satisfied or waived.

DATED at the City of Vancouver, in the Province of British Columbia, this 15 day of November, 2019.

ALVAREZ & MARSAL CANADA INC., in its capacity as court appointed monitor of the **MIGU VENDOR COMPANIES** and others, and not in its personal capacity

By: 

Anthony Tillman
Senior Vice President