



COURT FILE NO. 2301-07385

COURT Court of King's Bench of Alberta

JUDICIAL CENTRE Calgary

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, RSC 1985, c C-36, as amended

AND IN THE MATTER OF CYXTERA TECHNOLOGIES,
INC., CYXTERA CANADA, LLC, CYXTERA
COMMUNICATIONS CANADA, ULC and CYXTERA
CANADA TRS, ULC

APPLICANTS CYXTERA TECHNOLOGIES, INC., CYXTERA CANADA,
LLC, CYXTERA COMMUNICATIONS CANADA, ULC AND
CYXTERA CANADA TRS, ULC

DOCUMENT **APPLICATION**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION
OF PARTY
FILING THIS
DOCUMENT

Gowling WLG (Canada) LLP
1600, 421 – 7th Avenue S.W.
Calgary, AB T2P 4K9

Telephone (403) 298-1946

File No. A171290

Attention: Tom Cumming/Sam Gabor/Stephen Kroeger

NOTICE TO THE RESPONDENT(S)

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the Court.

To do so, you must be in Court when the application is heard as shown below:

Date: October 11, 2023
Time: 2:00 P.M. (Mountain Time)
Where: Calgary Court Centre
Via Webex: See attached Appendix "A"
<https://albertacourts.webex.com/meet/virtual.courtroom03>
Before: The Honourable Justice Nixon

Go to the end of this document to see what you can do and when you must do it.

Application and remedy sought:

1. The Applicant, Cyxtera Technologies, Inc. ("**CTI**"), in its capacity as foreign representative (in such capacity, the "**Foreign Representative**") of Cyxtera Canada LLC ("**Cyxtera LLC**"), Cyxtera Communications Canada, ULC ("**Communications ULC**") and Cyxtera Canada TRS, ULC ("**TRS ULC**", and with Communications ULC, "**Cyxtera Canada**", and with Cyxtera LLC, the "**Debtors**") in their cases (the "**Chapter 11 Cases**") under chapter 11 of title 11 of the United States *Bankruptcy Code* (the "**US Bankruptcy Code**") before the United States Bankruptcy Court for the District of New Jersey (the "**US Bankruptcy Court**"), makes this application for an Order, substantially in the form attached hereto as **Schedule "A"**:

- (a) recognizing and giving effect in Canada to the following orders of the US Bankruptcy Court pursuant to Part IV of the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**"), as defined in the Affidavit of Eric Koza #5 sworn October 5, 2023 ("**Koza Affidavit #5**"):
 - (i) a fifth interim cash management order ("**Fifth Interim Cash Management Order**");
 - (ii) an order approving (A) the adequacy of the disclosure statement, (B) the solicitation procedures, (C) the forms of ballots and notices in connection herewith, and (D) certain dates with respect thereto (the "**DS Order**");
 - (iii) an order (A) pursuant to section 365(D)(4) of the US Bankruptcy Code extending Debtors' time to assume or reject unexpired leases of non-residential real property, and (B) granting related relief (the "**Lease Order**"); and
 - (iv) an order (A) extending the Debtors' exclusive periods to file a Chapter 11 Plan and solicit acceptances thereof pursuant to Section 1121 of the US

Bankruptcy Code, and (B) granting related relief (the “**Exclusive Filing Order**”);

- (b) authorizing Communications ULC to:
 - (i) transfer from its accounts maintained at the branch of Bank of America located in Toronto, Ontario (the “**Canadian Accounts**”) to an account maintained by Communications ULC with Bank of America in the United States of America that is compliant with the Uniform Depository Agreement with the United States Trustee for the District of New Jersey (the “**U.S. Trustee**”, and such account, the “**New Account**”) that amount in the Canadian Accounts that is in excess of USD\$750,000 plus the outstanding amount of the Debtors’ Canadian restructuring costs in the aggregate (including all reasonable fees and disbursements of Gowling WLG (Canada) LLP (“**Gowling**”), counsel to the Foreign Representative and the Debtors, Alvarez & Marsal Canada Inc. in its capacity as information officer (the “**Information Officer**”) and McMillan LLP (“**McMillan**”), counsel to the Information Officer (the “**Restructuring Costs**”, and the amount in the Canadian Accounts from time to time in excess of USD\$750,000 plus the Restructuring Costs being the “**Excess Amount**”); and
 - (ii) thereafter, transfer on at least a weekly basis from the Canadian Accounts to the New Account the aggregate of the Excess Amount in the Canadian Accounts,

provided that:

- a) the balances in the Canadian Accounts shall at all times be sufficient to meet Communication ULC’s reasonable business needs, including but not limited to, funding the Debtors’ operations and Restructuring Costs in Canada; and

- b) on notice to the Information Officer, the Chapter 11 Debtors, with the consent of the U.S. Trustee, may increase or decrease the allowed total aggregate balance maintained in the Canadian Accounts due to their reasonable business needs, including but not limited to funding the Chapter 11 Debtors' operations and the Restructuring Costs in Canada
- (c) approving the professional fees, costs and disbursements of Gowling as counsel for the Foreign Representative and the Debtors for the period of up to and including September 30, 2023, as set out in Koza Affidavit #5;
- (d) approving the professional fees, costs and disbursements of the Information Officer for the period of up to and including September 30, 2023;
- (e) approving the professional fees, costs and disbursements of the Information Officer's counsel, McMillan, for the period of up to and including September 30, 2023;
- (f) providing such further and other relief as this Honourable Court may deem appropriate.

The grounds for this application are:

2. CTI is a US corporation incorporated pursuant to the laws of Delaware with its main office in Coral Gables, Florida and its registered office in Wilmington, Delaware. CTI is the ultimate parent corporation of a group of companies operating under the tradename "Cyxtera" that are incorporated in the US, Canada, United Kingdom, Germany, Australia, Japan, the Netherlands, Hong Kong, Singapore and the Cayman Islands and certain of which are debtors in the Chapter 11 Proceedings (CTI, together with the Debtors and their affiliates being collectively referred to as "Cyxtera" or the "Cyxtera Group").

3. Cyxtera LLC is a US limited liability corporation incorporated pursuant to the laws of Delaware with its registered office in Wilmington Delaware, whose sole activity is to hold all of the shares in the capital of Communications ULC.

4. Communications ULC is an Alberta unlimited liability corporation incorporated pursuant to the laws of Alberta. Communications ULC's registered office is in Calgary, Alberta and it is extra-provincially registered and carries on business in British Columbia, Ontario, and Québec, where its data centers are located.

5. TRS ULC is an Alberta unlimited liability corporation incorporated pursuant to the laws of Alberta and with its registered office in Calgary, Alberta. Although TRS ULC does not have operations, it is extra-provincially registered in British Columbia, Ontario, and Québec. Communications ULC is the sole shareholder of TRS ULC.

6. Cyxtera is a leading global data center provider of: (i) retail colocation—the practice of renting space and power to customers to deploy their technology infrastructure including servers, storage, and security devices in an extremely resilient and highly connected environment; (ii) interconnection services—the practice of connecting information technology equipment to a customer's network service providers; and (iii) digital exchange services—the practice of offering customers additional resources including the ability to rent Cyxtera-owned servers or the ability to access partner-delivered products and software to help customers holistically manage their hybrid technology systems. Cyxtera offers this advanced suite of services to more than 2,000 customers worldwide. Founded in 2017 and headquartered in Coral Gables, Florida, Cyxtera employs a global workforce of over 600 employees worldwide and operates more than sixty data centers in over thirty markets around the world, including the US, Canada, London, Amsterdam, Singapore, Tokyo, and Germany.

7. On June 4, 2023 (the “**Petition Date**”), sixteen (16) Cyxtera entities, including CTI, the Debtors and other affiliates (collectively the “**Chapter 11 Debtors**”), filed voluntary petitions for relief under Chapter 11 of the US Bankruptcy Code in the US Bankruptcy Court, commencing the Chapter 11 Cases, whereupon an automatic stay of proceedings against the Chapter 11 Debtors

came into effect under the Bankruptcy Code. The Chapter 11 Debtors are operating their business and managing their properties as debtors-in-possession within the Chapter 11 Cases.

8. Contemporaneously with filing the petitions commencing the Chapter 11 Cases, the Chapter 11 Debtors filed first day motions therein (“**First Day Motions**”), which were heard on June 6, 2023 (the “**First Day Hearing**”), where they sought and obtained certain procedural and substantive orders from the US Bankruptcy Court (collectively the “**First Day Orders**”). Some of the First Day Orders could be obtained in final form at or shortly after the First Day Hearing (“**First Day Final Orders**”), while others could only be obtained as interim orders (the “**First Day Interim Orders**”). The First Day Interim Orders could become final orders on or before subsequent scheduled hearings before the US Bankruptcy Court, including through the Chapter 11 Debtors filing certificates of no objection prior to the hearings.

9. At the First Day Hearing on June 6, 2023, the US Bankruptcy Court granted the First Day Interim Orders, which included a first interim cash management order (“**First Interim Cash Management Order**”).

10. Pursuant to an originating application to this Honourable Court by the Foreign Representative on behalf of the Debtors under Part IV of the CCAA (the proceedings commenced thereby being the “**Recognition Proceedings**”), this Honourable Court on June 7, 2023 granted, *inter alia*, a Supplemental Order – Foreign Main Proceeding, recognizing the First Interim Cash Management Order, among other First Day Interim Orders.

11. On or before June 29, 2023, the US Bankruptcy Court granted certain second day orders, including a second interim cash management order (“**Second Interim Cash Management Order**”) following the Chapter 11 Debtors filing of certificates of no objection for these orders.

12. On July 12, 2023, this Honourable Court granted an Order recognizing, and giving effect in Canada to, the Second Interim Cash Management Order.

13. On or about July 19, 2023, the US Bankruptcy Court granted, based on a certificate of no objection filed by the Chapters 11 Debtors, a third interim cash management order (“**Third Interim Cash Management Order**”).

14. On July 31, 2023, this Honourable Court granted an Order recognizing, and giving effect in Canada to, the Third Interim Cash Management Order.

15. On or about August 16, 2023, the US Bankruptcy Court granted a fourth interim cash management order (“**Fourth Interim Cash Management Order**”) on a certificate of no objection filed by the Chapter 11 Debtors.

16. On September 6, 2023, this Honourable Court granted an Order recognizing, and giving effect in Canada to, the Fourth Interim Cash Management Order.

Recognition of the Fifth Interim Cash Management Order is Appropriate

17. On or around September 21, 2023, the US Bankruptcy Court granted a fifth interim cash management order (“**Fifth Interim Cash Management Order**”) on a certificate of no objection filed by the Chapter 11 Debtors.

18. Section 49 of the CCAA grants this Honourable Court broad discretion to make any order that it considers appropriate in the Recognition Proceedings if it is satisfied that the order is necessary for the protection of a debtor company’s property or the interests of its creditors.

19. The Fifth Interim Cash Management Order provides that the Chapter 11 Debtors may continue to utilize their cash management system and have limited waiver of their compliance with the deposit and investment guidelines set forth in section 345 of the US Bankruptcy Code and the U.S. Trustee Guidelines on that basis that the Chapter 11 Debtors confirm certain information as part of the Chapter 11 Cases, including:

- a) the Chapter 11 Debtors control four Canadian bank accounts within Canada which are insured by the Canadian Deposit Insurance Corporation;

- b) the Chapter 11 Debtors open a new bank account in the United States at Bank of America in the name of Communications ULC compliant with the Uniform Deposit Agreement between Bank of America and the U.S. Trustee (the “**New Account**”);
- c) this Honourable Court grants an order authorizing the movement of excess funds from Communications ULC’s Canadian bank accounts located in Toronto, Ontario with Bank of America (the “**Canadian Accounts**”) and into the New Account (the “**Cash Transfer Order**”);
- d) the total balance maintained in the Canadian Accounts does not exceed the aggregate of USD\$750,000, which is the minimum amount deemed necessary to fund the Debtors’ operations in Canada, plus the outstanding amount of the Debtors’ Canadian restructuring costs in aggregate, which includes the professional fees and disbursements of Gowling, the Information Officer and McMillan in these Recognition Proceedings (the “**Restructuring Costs**”),

20. The Cash Transfer Order that is contemplated by the agreement between Cyxtera with the U.S. Trustee authorizes the immediate transfer from the Canadian Accounts to the New Account, and the transfer at least once per week thereafter, of the amounts in the Canadian Accounts from time to time in excess of USD\$750,000 plus the Restructuring Costs (the “**Remaining Balance**”), provided that:

- a) the Remaining Balance shall at all times be sufficient to pay the Chapter 11 Debtors’ Restructuring Costs in Canada; and
- b) the Chapter 11 Debtors, with the consent of the U.S. Trustee, may increase or decrease the allowed total aggregate balance of the Remaining Balance due to their reasonable business needs, including but not limited to funding the Chapter 11 Debtors operations and Restructuring Costs in Canada.

21. The Chapter 11 Debtors estimate that the Remaining Balance is necessary to fund the Debtors’ operations in Canada.

22. It is of critical importance to CTI, the Debtors and other Chapter 11 Debtors, and to the continued coordination of the Chapter 11 Cases and these Recognition Proceedings, that the Fifth Interim Cash Management Order is recognized and given effect in Canada by this Honourable Court and that the Cash Transfer Order is granted:

- (a) Without those orders the U.S. Trustee has advised Cyxtera that it will not support a waiver of section 345 of the US Bankruptcy Code or entry of a final cash management order. The U.S. Trustee has also indicated they cannot continue to support Cyxtera obtaining any further interim cash management orders absent a change in circumstance such as the proposed transactions contemplated by paragraph 9 of the Fifth Interim Cash Management Order;
- (b) It is not practical for the Debtors to create an independent cash management system in Canada, as they are thoroughly integrated into the financial, management and administrative structures of Cyxtera and have no independent or separate financial, management and administrative structure in Canada to support an independent cash management system;
- (c) Since the Debtors are also debtors in the Chapter 11 Cases, they must comply with section 345 of the US Bankruptcy Code and the U.S. Trustee Guidelines absent a waiver from the U.S. Trustee, which I am informed by K&E will not be available; and
- (d) Failure to obtain recognition of the Fifth Interim Cash Management Order and to obtain the Cash Transfer Order would also put in jeopardy the ability of the other Chapter 11 Debtors to maintain their current cash management system, which is critical to Cyxtera successfully restructuring its business.

23. Accordingly, CTI and the Debtors request that the Fifth Interim Cash Management Order be recognized and given effect in Canada by this Honourable Court pursuant to section 49 of the CCAA. CTI and the Debtors further request the granting of the Cash Transfer Order.

Recognition of the DS Order, the Lease Order and the Exclusive Filing Order is Appropriate

24. The US Bankruptcy Court has granted the DS Order, the Lease Order and the Exclusive Filing Order (collectively, the “**Additional Orders**”) with the Lease Order and the Exclusive Filing Order entered based on certificates of no objection filed by the Chapter 11 Debtors.

25. Section 49 of the CCAA grants this Honourable Court broad discretion to make any order that it considers appropriate in the Recognition Proceedings if it is satisfied that the order is necessary for the protection of a debtor company’s property or the interests of its creditors.

26. Recognition of the Fifth Interim Cash Management Order, the Cash Transfer Order and the Additional Orders is necessary for the protection of the Debtors’ property and the interests of the Debtors’ creditors and furthers the policies contemplated by section 44 of the CCAA, namely:

- (a) cooperation between this Honourable Court and the US Bankruptcy Court;
- (b) the fair and efficient administration of the Chapter 11 Cases and these Recognition Proceedings to protect the interests of creditors, other interest persons and the Debtors;
- (c) protecting and maximizing the value of the Debtors’ properties; and
- (d) to enhance the prospects of rescuing the financially troubled business of the Chapter 11 Debtors.

27. Accordingly, CTI and the Debtors request that the Additional Orders be recognized and given effect in Canada by this Honourable Court pursuant to section 49 of the CCAA.

Professional Fees and Disbursements

28. The account of Gowling as Canadian counsel for the Foreign Representative and Debtors, as attached to the Koza Affidavit #5, reflects the work performed by Gowling, and the account is accurate, fair, and reasonable.

29. The accounts of the Information Officer and McMillan reflect the work performed by them respectively, and their accounts are accurate, fair, and reasonable.

Further Grounds

30. The further and other grounds set out in the Koza Affidavit #5.

Affidavit or other evidence to be used in support of this application:

31. Affidavit of Eric Koza, sworn June 6, 2023.

32. Affidavit of Eric Koza #2, sworn June 30, 2023.

33. Affidavit of Eric Koza #3, sworn July 27, 2023.

34. Affidavit of Eric Koza #4, sworn September 1, 2023.

35. Affidavit of Eric Koza #5, sworn October 5, 2023.

36. Secretarial Affidavit of Kristy DeIure, sworn June 7, 2023.

37. Affidavit of Service of Kristy DeIure, to be sworn.

38. Fourth Report of the Alvarez & Marsal Canada Inc. in its capacity as Information Officer in these recognition proceedings.

39. The materials filed in the Chapter 11 Proceedings.

40. Such further materials as counsel may advise and this Honourable Court may permit.

Applicable Acts and regulations:

41. The *Companies' Creditors Arrangement Act*, RSC 1995, c C-36, as amended.

42. The *Alberta Rules of Court*.

43. Such further and other legal basis as counsel may advise and this Honourable Court may allow.

WARNING

You are named as a respondent because you have made or are expected to make an adverse claim in respect of this originating application. If you do not come to Court either in person or by your lawyer, the Court may make an order declaring you and all persons claiming under you to be barred from taking any further proceedings as against the applicant(s) and as against all persons claiming under the applicant(s). You will be bound by any order the Court makes, or another order might be given or other proceedings taken which the applicant(s) is/are entitled to make without any further notice of them to you. If you want to take part in the application, you or your lawyer must attend in Court on the date and time shown at the beginning of this form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.

Appendix “A”
Virtual Court Room Details

Virtual Courtroom 03 has been assigned for the following matter:

Date: Oct 11, 2023 02:00 PM

Style of Cause: 2301 07385 - CYXTERA TECHNOLOGIES INC. v. COMPANIES
CREDITORS ARRANGEMENT ACT

Presiding Justice: NIXON (D.B.), J

Virtual Courtroom Link:

<https://albertacourts.webex.com/meet/virtual.courtroom03>

Instructions for Connecting to the Meeting

1. Click on the link above or open up Chrome or Firefox and cut and paste it into your browser address bar.
2. If you do not have the Cisco Webex application already installed on your device, the site will have a button to install it. Follow installation instructions. Enter your full name and email address when prompted
3. Click on the **Open Cisco Webex Meeting**.
4. You will see a preview screen. Click on **Join Meeting**.

Key considerations for those attending:

1. Please connect to the courtroom **15 minutes prior** to the start of the hearing.
2. Please ensure that your microphone is muted and remains muted for the duration of the proceeding, unless you are speaking. Ensure that you state your name each time you speak.
3. If bandwidth becomes an issue, some participants may be asked to turn off their video and participate by audio only.
4. **Note: Recording or rebroadcasting of the video is prohibited.**
5. **Note: It is highly recommended you use headphones with a microphone or a headset when using Webex. This prevents feedback.**

For more information relating to Webex protocols and procedures, please visit:

<https://www.albertacourts.ca/qb/court-operations-schedules/webex-remote-hearings-protocol>

You can also join the meeting via the “Cisco Webex Meetings” App on your smartphone/tablet or other smart device. You can download this via the App marketplace and join via the link provided above.

Please note this email is responsible for Webex information only. If you have questions about procedure or concerns with your matter, please contact the appropriate Court Coordinator or Judicial Assistant for further assistance.

Schedule A

COURT FILE NO. 2301-07385

COURT Court of King's Bench of Alberta

JUDICIAL CENTRE Calgary

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, RSC 1985, c C-36, as amended

AND IN THE MATTER OF CYXTERA TECHNOLOGIES,
INC., CYXTERA CANADA, LLC, CYXTERA
COMMUNICATIONS CANADA, ULC and CYXTERA
CANADA TRS, ULC

APPLICANTS CYXTERA TECHNOLOGIES, INC., CYXTERA CANADA,
LLC, CYXTERA COMMUNICATIONS CANADA, ULC and
CYXTERA CANADA TRS, ULC

DOCUMENT **ORDER – RECOGNITION OF FOREIGN ORDERS AND
CASH TRANSFER ORDER**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION
OF PARTY
FILING THIS
DOCUMENT
Gowling WLG (Canada) LLP
1600, 421 – 7th Avenue S.W.
Calgary, AB T2P 4K9
Telephone (403) 298-1946
File No. A170537
Attention: Tom Cumming/Sam Gabor/Stephen Kroeger

**DATE ON WHICH ORDER WAS
PRONOUNCED:** October 11, 2023

**NAME OF JUSTICE WHO MADE THIS
ORDER:** The Honourable Mr. Justice B. Nixon

**LOCATION AT WHICH ORDER WAS
MADE:** Calgary, Alberta

UPON THE APPLICATION made by Cyxtera Technologies, Inc. in its capacity as the
foreign representative (the “**Foreign Representative**”) of Cyxtera Canada, LLC, Cyxtera

Communications Canada, ULC and Cymtera Canada TRS, ULC (collectively the “**Debtors**”) in their proceedings commenced by voluntary petitions for relief under Chapter 11 of title 11 of the *United States Bankruptcy Code*, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”) filed on June 4, 2023 in the United State Bankruptcy Court for the District of New Jersey (the “**Foreign Proceedings**”), for the following Order under Part IV of the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”);

AND UPON reading the Application, the Affidavit of Eric Koza sworn June 6, 2023, the Affidavit of Eric Koza #2, sworn June 30, 2023, the Affidavit of Eric Koza #3 sworn July 27, 2023, the Affidavit of Eric Koza #4, sworn September 1, 2023, the Affidavit of Eric Koza #5, sworn October 5, 2023 (the “**Koza Affidavit #5**”), the fourth report of Alvarez and Marsal Canada Inc. (in such capacity, the “**Information Officer**”), in its capacity as information officer dated _____, 2023 (the “**Fourth Information Officer Report**”) each filed; and

AND UPON hearing the submissions of counsel for the Foreign Representative, counsel for the Information Officer, and such other counsel that appeared on the application, no one else appearing although duly served as appears from the affidavit of service of Kristy DeLure sworn _____, 2023;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. The time for service of the notice of this application and supporting materials is hereby abridged and declared good and sufficient and validated so that this application is properly returnable today and further service thereof is hereby dispensed with.

RECOGNITION OF FOREIGN ORDERS

2. The following orders (collectively, the “**Foreign Orders**”) of United States Bankruptcy Court of the District of New Jersey made in the Foreign Proceedings, as defined in the Koza Affidavit #5, is hereby recognized and given full force and effect in all provinces and territories of Canada pursuant to Section 49 of the CCAA:

- (a) Fifth Interim Cash Management Order, a copy of which is attached hereto as **Schedule “A”**;
- (b) The DS Order, a copy of which is attached hereto as **Schedule “B”**;
- (c) The Lease Order, a copy of which is attached hereto as **Schedule “C”**; and
- (d) The Exclusive Filing Order, a copy of which is attached hereto as **Schedule “D”**.

CASH TRANSFER ORDER

3. Communications ULC is authorized to transfer from its accounts maintained at the branch of Bank of America located in Toronto, Ontario (the “**Canadian Accounts**”) to an account maintained by Communications ULC with Bank of America in the United States of America that is compliant with the Uniform Depository Agreement with the United States Trustee for the District of New Jersey (the “**U.S. Trustee**”, and such account, the “**New Account**”) that amount in the Canadian Accounts that is in excess of USD\$750,000 plus the outstanding amount of the Debtors’ Canadian restructuring costs in the aggregate (including all reasonable fees and disbursements of Gowling WLG (Canada) LLP (“**Gowling**”), counsel to the Foreign Representative and the Debtors, the Information Officer and McMillan LLP (“**McMillan**”), counsel to the Information Officer (the “**Restructuring Costs**”, and the amount in the Canadian Accounts from time to time in excess of USD\$750,000 plus the Restructuring Costs being the “**Excess Amount**”).

4. Communications ULC is authorized to transfer on at least a weekly basis following the date of this Order from the Canadian Accounts to the New Account the aggregate of the Excess Amount in the Canadian Accounts, provided that:

- (a) the balances in the Canadian Accounts shall at all times be sufficient to meet Communication ULC’s reasonable business needs, including but not limited to, funding the Debtors’ operations and Restructuring Costs in Canada; and
- (b) on notice to the Information Officer, the Chapter 11 Debtors, with the consent of the U.S. Trustee, may increase or decrease the allowed total aggregate balance maintained in the Canadian Accounts due to their reasonable business needs,

including but not limited to funding the Chapter 11 Debtors' operations and the Restructuring Costs in Canada.

GENERAL

4. The account of the Foreign Representative's and Debtors' legal counsel, Gowling, for its professional fees, costs, and disbursements, as set out in the Koza Affidavit #5, is hereby approved without the necessity of a formal assessment of its accounts.
5. The account of the Information Officer, for its professional fees, costs, and disbursements, as set out in the Fourth Information Officer Report, is hereby approved without the necessity of a formal assessment of its accounts.
6. The account of McMillan LLP, as legal counsel for the Information Officer, for its professional fees, costs, and disbursements, as set out in the Fourth Information Officer Report, is hereby approved without the necessity of a formal assessment of its accounts.
7. This Court requests the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or globally, to give effect to this Order and to assist the Debtors, the Foreign Representative, the Information Officer, 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 Debtors, the Foreign Representative, and the Information Officer, the latter as an officer of this Court, as may be necessary or desirable to give effect to this Order, or to assist the Debtors, the Foreign Representative, and the Information Officer and their respective agents in carrying out the terms of this Order.
8. Each of the Debtors, the Foreign Representative, and the Information Officer be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

9. Any interested party may apply to this Court to vary or amend this Order or seek other relief on not less than seven (7) days notice to the Debtors, the Foreign Representative, the Information Officer, Gowling as counsel to the Debtors and the Foreign Representative, McMillan as counsel to the Information Officer, Goodmans LLP as Canadian counsel to the DIP/First Lien Group (as defined in the Initial Recognition Order – Foreign Main Proceeding in these CCAA proceedings dated June 7, 2023), and to any other party or parties likely to be affected by the order sought, or upon such other notice, if any, as this Court may order.

10. This Order shall be effective as of 12:01 A.M. MST on the date of this Order.

Justice of the Court of King's Bench of Alberta