

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

APPLICANT(S) CYXTERA TECHNOLOGIES, INC., CYXTERA CANADA,
LLC, CYXTERA COMMUNICATIONS CANADA, ULC
and CYXTERA CANADA TRS, ULC

DOCUMENT INITIAL RECOGNITION ORDER –
FOREIGN MAIN PROCEEDING

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: June 7, 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 Cyxtera 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**”) commenced

on June 4, 2023 in the United State Bankruptcy Court of New Jersey (the “**Chapter 11 Proceedings**”), for the following Orders 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 supplemental affidavit of Kristy DeLure sworn Jun 7, 2023, the preliminary report of Alvarez and Marsal Canada Inc. in its capacity as proposed information officer (the “**Proposed Information Officer**”) dated June 7, 2023, each filed; AND UPON being provided with copies of the documents required by s.46 of the CCAA;

AND UPON BEING ADVISED by counsel for the Foreign Representative that in addition to this Initial Recognition Order, a Supplemental Order (Foreign Main Proceeding) is being sought;

AND UPON HEARING the submissions of counsel for the Foreign Representative, counsel for the Proposed Information Officer, and Goodmans LLP, as Canadian counsel to (i) the lenders (the “**DIP Lenders**”) to the Debtors and certain of their affiliates in connection with that certain Chapter 11 Debtor-in-Possession Credit Agreement dated as of June 7, 2023 by and among the DIP Lenders, Wilmington Savings Fund Society, FSB, as administrative agent and collateral agent, the Chapter 11 Debtors and certain of their affiliates party thereto from time to time, and (ii) the ad hoc group of lenders pursuant to that certain First Lien Credit Agreement, dated as of May 1, 2017 (as amended, restated, amended and restated, supplemented, waived, or otherwise modified from time to time) by and among Cyxtera DC Holdings, Inc., Cyxtera DC Parent Holdings, Inc., the financial institutions from time to time party thereto as lenders, and Citibank, N.A., as administrative agent (together with the DIP Lenders, the “**DIP/First Lien Group**”); AND UPON reading the Affidavit of Service of Samah Zeineddine sworn June 7, 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.

2. The Foreign Representative is the “foreign representative” as defined in section 45(1) of the CCAA of the Debtors in respect of the Foreign Proceeding.
3. The centre of each of the Debtors’ main interest is the United States of America and the Foreign Proceeding is hereby recognized as a “foreign main proceeding” as defined in section 45(1) of the CCAA.
4. That until otherwise ordered by this Court:
 - (a) all proceedings taken or that might be taken against any Debtor under the *Bankruptcy and Insolvency Act* or the *Winding-up and Restructuring Act* are stayed;
 - (b) further proceedings in any action, suit or proceeding against any Debtor are restrained; and
 - (c) the commencement of any action, suit or proceeding against any Debtor is prohibited.
5. Except with leave of this Court, each Debtor is prohibited from selling or otherwise disposing of, outside the ordinary course of its business, any of its property in Canada that relates to the business, and any of its other property in Canada.
6. Without delay after the order is made, or as soon as practicable thereafter, the Foreign Representative shall cause to be published a notice substantially in the form attached to this Order as Schedule “A”, once a week for two consecutive weeks, in the National Post.
7. This Court requests the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, to give effect to this Order and to assist the Debtors and the Foreign Representative and their respective counsel and agents in carrying out the terms of this Order.
8. This Order shall be effective as of 12:01 A.M. MST on the date of this Order, provided that nothing herein shall invalidate any action taken in compliance with such Interim Initial Order prior to the effective time 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 and the Foreign Representative and their respective counsel and Goodmans LLP, as Canadian counsel to the DIP/First Lien Group, 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.


Justice of the Court of King's Bench of
Alberta

Schedule "A"

Court File No. 2301-####

COURT OF KING'S BENCH OF ALBERTA

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

APPLICATION OF CYXTERA TECHNOLOGIES, INC., CYXTERA CANADA, LLC, CYXTERA COMMUNICATIONS CANADA, ULC AND CYXTERA CANADA TRS, ULC UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

NOTICE OF INITIAL RECOGNITION ORDER

PLEASE BE ADVISED that this Notice is being published pursuant to an order of the Court of King's Bench of Alberta (the "**Canadian Court**"), granted on June 7, 2023 (the "**Initial Recognition Order**").

TAKE NOTICE that on June 4, 2023, Cyxtera Technologies, Inc. ("**CTI**"), Cyxtera Communications Canada, ULC and Cyxtera Canada TRS, ULC (collectively "**Cyxtera Canada**"), and Cyxtera Canada, LLC ("**Cyxtera LLC**"), filed voluntary petitions for relief under Chapter 11, title 11 of the United States Code (the "**Chapter 11 Proceeding**") in the United States Bankruptcy Court for the District of New Jersey (the "**U.S. Bankruptcy Court**"). In connection with the Chapter 11 Proceeding, CTI has been appointed as the foreign representative of the estates of Cyxtera Canada and Cyxtera LLC (the "**Foreign Representative**"). The Foreign Representative's address is Suite 900, 2333 Ponce de Leon Boulevard, Coral Gables, FL, 33134.

AND TAKE NOTICE that the Initial Recognition Order and the supplemental order granted by the Canadian Court on June 7, 2023 (together with the Initial Recognition Order, the "**Recognition Orders**"), which were both issued by the Canadian Court under Part IV of the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the "**CCAA Recognition Proceeding**"), among other things:

- (i) declared that the Chapter 11 Proceeding is recognized as a foreign main proceeding;

- (ii) granted a stay of proceedings against Cyxtera Canada and Cyxtera LLC;
- (iii) recognized certain orders granted by the U.S. Bankruptcy Court in the Chapter 11 Proceeding; and
- (iv) appointed Alvarez & Marsal Canada Inc. as the information officer (in such capacity, the “**Information Officer**”) with respect to the CCAA Recognition Proceeding.

AND TAKE NOTICE that motions, orders and notices filed with the U.S. Bankruptcy Court in the Chapter 11 Proceeding are available at <https://www.kccllc.net/cyxtera> and that the Recognition Orders and any other orders that may be granted by the Canadian Court in the CCAA Recognition Proceeding are available at <http://www.alvarezandmarsal.com/CyxteraCanada>.

AND TAKE NOTICE that counsel for the Foreign Representative is:

Gowling WLG (Canada) LLP
Suite 1600, 421 7th Avenue SW, Calgary AB, T2P 4K9
Attention: Stephen Kroeger
Email: stephen.kroeger@gowlingwlg.com

FINALLY TAKE NOTICE that if you wish to receive copies of the Recognition Orders or obtain further information in respect of the matters set forth in this Notice, you may contact the Information Officer:

Alvarez & Marsal Canada Inc.
Suite 1110, 250 6th Avenue SW, Calgary, AB, T2P 3H7
Phone: (403) 538-7514
Email: CyxteraCanada@alvarezandmarsal.com

DATED AT CALGARY, ALBERTA this [●]th day of June, 2023.

Alvarez & Marsal Canada Inc.

(solely in its capacity as Information Officer in this CCAA Recognition Proceeding, and not in its personal or corporate capacity)