

COURT FILE NUMBER 2401-09688

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

PROCEEDING

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, RSC 1985, c C-36, AS AMENDED, 2024

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF DELTA 9 CANNABIS INC., DELTA 9
LOGISTICS INC., DELTA 9 BIO-TECH INC., DELTA 9
LIFESTYLE CANNABIS CLINIC INC. and DELTA 9
CANNABIS STORE INC.

DOCUMENT

APPLICATION FOR RESTRICTED COURT ACCESS ORDER

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS DOCUMENT

Burnet, Duckworth & Palmer LLP

2400, 525 - 8 Avenue SW

Calgary, Alberta T2P 1G1

Lawyer: David LeGeyt / Ryan Algar

Phone Number: (403) 260-0210 / 0126

Fax Number: (403) 260-0332

Email address: dlegeyt@bdplaw.com / ralgar@bdplaw.com

File no.: 64793-7

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

You have the right to state your side of the matter before a master/judge.

The application will be heard as shown below:

DATE: December 2, 2024

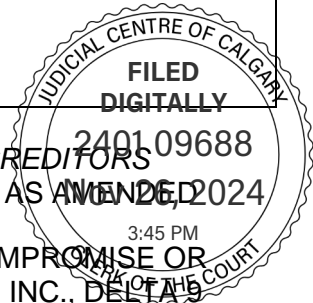
TIME: 3:30 PM

WHERE: Calgary Courts Centre – Via Webex

BEFORE WHOM: The Honourable Justice R.W. Armstrong

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

Clerk Stamp:



Remedy claimed or sought:

1. Alvarez & Marsal Canada Inc., in its capacity as court-appointed monitor (the "**Monitor**") of Delta 9 Cannabis Inc. ("**D9 Parent**"), Delta 9 Logistics Inc. ("**Logistics**"), Delta 9 Bio-Tech Inc. ("**Bio-Tech**"), Delta 9 Lifestyle Cannabis Clinic Inc. ("**Lifestyle**"), and Delta 9 Cannabis Store Inc. ("**Store**", and collectively with Logistics, Bio-Tech, and Lifestyle, the "**Applicants**" or "**Delta 9**") respectfully seeks an Order substantially in the form attached as **Schedule "A"** (a "**Restricted Court Access Order**"):
 - (a) declaring that the time for service of this Application and supporting materials is valid, that the time therefore be abridged to the time actually given, that this Application is properly returnable today, and that further service of the Application is dispensed with;
 - (b) sealing on the Court file the Confidential Appendix (the "**Confidential Appendix**") to the Fifth Report of the Monitor dated November 26, 2024 (the "**Fifth Report**"); and
 - (c) such further and other relief, advice and directions as counsel may advise and this Honourable Court may deem just and appropriate.
2. Capitalized terms used herein that are not otherwise defined have the meaning ascribed to them in the Affidavits of John Arbuthnot IV, the Affidavits of Mark Townsend or the prior Reports of the Monitor filed in these proceedings.

Grounds for making this Application:

3. Delta 9 is a vertically integrated group of companies in the business of cannabis cultivation, processing, extraction, wholesale distribution and retail sales. Bio-Tech holds cannabis licences from Health Canada and the Canada Revenue Agency pursuant to the *Excise Act*, 2001.
4. The Monitor has prepared the Fifth Report and the Confidential Appendix in connection with, among other things, the Application of 2759054 Ontario Inc. o/a Fika Herbal Goods, in its capacity as the plan sponsor of the Applicants seeking a Creditor's Meeting Order and associated relief for a plan of arrangement presented on behalf of certain of the Applicants (the "**Plan**").

Sealing Order

5. The Confidential Appendix contains matters of a sensitive commercial nature, including the Monitor's Liquidation analysis, which is connected to the certain of the consideration being offered in the Plan (the "**Confidential Information**").
6. The publication or dissemination of the Confidential Information could result in harm to Delta 9 and its stakeholders in these proceedings.
7. The Order sought is the least restrictive and least prejudicial alternative to prevent the dissemination of the Confidential Information, and it is fair and just in the circumstances to restrict public access to the Confidential Information.

Material or evidence to be relied on:

8. All pleadings and proceedings filed in the within action, including the Fifth Report of the Monitor dated November 26, 2024, and the Confidential Appendix thereto.
9. The proposed form of Restricted Court Access Order.
10. The inherent jurisdiction of this Honourable Court to control its own process.
11. Such further and other material and evidence as counsel may advise and this Honourable Court may permit.

Applicable rules:

12. Rules 1.3, 6.3(1), 6.29, 6.47(e) and (f), 6.9(l)(a), 11.27, 11.29, 13.5, and such further and other Rules as counsel may advise and that this Honourable Court may permit.

Applicable Acts and regulations:

13. The CCAA, as amended, and such other Rules, Acts and Regulations as counsel may advise and that this Honourable Court may permit.

Any irregularity complained of or objection relied on:

14. None.

How the Application is proposed to be heard or considered:

15. Before Justice R.W. Armstrong on the Commercial List, via Webex.

AFFIDAVIT EVIDENCE IS REQUIRED IF YOU WISH TO OBJECT.**WARNING**

If you do not come to Court either in person or by your lawyer, the Court may give the Applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this Application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the Application is heard or considered, you must reply by giving reasonable notice of the materials to the Applicant.

SCHEDULE "A"

Draft Restricted Court Access Order

See Attached

COURT FILE NUMBER 2401-09688
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

Clerk Stamp:

PROCEEDING IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, c C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF DELTA 9 CANNABIS INC., DELTA 9 LOGISTICS INC., DELTA 9 BIO-TECH INC., DELTA 9 LIFESTYLE CANNABIS CLINIC INC. and DELTA 9 CANNABIS STORE INC.

DOCUMENT **ORDER (Restricted Court Access)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
Burnet, Duckworth & Palmer LLP
2400, 525 - 8 Avenue SW
Calgary, Alberta T2P 1G1
Lawyer: David LeGeyt / Ryan Algar
Phone Number: (403) 260-0210 / 0126
Fax Number: (403) 260-0332
Email address: dlegeyt@bdplaw.com / ralgar@bdplaw.com
File no.: 64793-7

DATE ON WHICH ORDER WAS PRONOUNCED: December 2, 2024

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice R.W. Armstrong

UPON the application (the "**Application**") of Alvarez & Marsal Canada Inc. (the "**Monitor**"), in its capacity as court appointed Monitor of Delta 9 Cannabis Inc. ("**D9 Parent**"), Delta 9 Logistics Inc. ("**Logistics**"), Delta 9 Bio-Tech Inc. ("**Bio-Tech**"), Delta 9 Lifestyle Cannabis Clinic Inc. ("**Lifestyle**"), and Delta 9 Cannabis Store Inc. ("**Store**", and collectively with Logistics, Bio-Tech, and Lifestyle, the "**Applicants**" or "**Delta 9**");

AND UPON having read the Application and the Fifth Report of the Monitor dated November 26, 2024 (the "**Fifth Report**") and the Confidential Appendix thereto (the

"**Confidential Appendix**"; **AND UPON** hearing from counsel for the Monitor and any other parties present;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Capitalized terms not otherwise defined in this Order have the meaning set forth in the Fifth Report.

Service

2. Service of the Application and Fifth Report is hereby validated and deemed good and sufficient, the time therefore is abridged to the time actually given, the Application is properly returnable today, and no person other than those persons served is entitled to service of the of the Application.

Sealing of Confidential Information

3. The Confidential Appendix shall be sealed on the Court file and shall not form part of the public record, notwithstanding Division 4, Part 6 of the *Alberta Rules of Court*.
4. The Confidential Appendix shall be sealed until the earlier of: (a) completion of Delta 9's proceedings under the *Companies' Creditors Arrangement Act* (Canada); (b) March 11, 2025; or (c) by further order of the Court.
5. If directed by the Court, the Monitor shall provide a copy of the Confidential Appendix to the Clerk of the Court, who is hereby directed to seal any such copy of the Confidential Appendix in a sealed envelope which shall have a notice attached that sets out the style of cause of these proceedings and states that:

THIS ENVELOPE CONTAINS CONFIDENTIAL DOCUMENTS. THESE CONFIDENTIAL DOCUMENTS ARE SEALED ON COURT FILE NO. 2401-09688 PURSUANT TO THE ORDER OF THE HONOURABLE JUSTICE R.W. ARMSTRONG ON DECEMBER 2, 2024. THESE CONFIDENTIAL DOCUMENTS ARE NOT TO BE ACCESSED BY ANY PERSON UNLESS OR UNTIL THE EARLIER OF: (a) COMPLETION OF THE PROCEEDINGS UNDER THE CCAA; (b) MARCH 11, 2025; OR (c) FURTHER ORDER OF THE COURT

Service of Order

6. Service of this Order shall be deemed good and sufficient by serving the same on:
- (a) the persons listed on the service list maintained in the within action; and
 - (b) by posting a copy of this Order on the Monitor's website established in connection with these proceedings.

J.C.K.B.A.