

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

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

**AND IN THE MATTER OF YRC FREIGHT CANADA COMPANY, YRC
LOGISTICS INC., USF HOLLAND INTERNATIONAL SALES
CORPORATION AND 1105481 ONTARIO INC.**

**APPLICATION OF YELLOW CORPORATION UNDER SECTION 46 OF
THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-
36, AS AMENDED**

Applicant

INFORMATION OFFICER'S CERTIFICATE

RECITALS

A. Pursuant to the Supplemental Order (Foreign Main Proceedings) of the Honourable Chief Justice Morawetz of the Ontario Superior Court of Justice (Commercial List) (the “Court”) dated August 29, 2023, Alvarez & Marsal Canada Inc. was appointed as the Information Officer in these proceedings (the “Information Officer”).

B. Pursuant to an Order of the Court dated September 15, 2025 (the “**Second Sale Recognition and Vesting Order**”), the Court (a) recognized the *Order (I) Approving Certain Asset Purchase Agreements; (II) Authorizing and Approving Sales of Certain Properties of the Debtors Free and Clear of Liens, Claims, Interests, and Encumbrances, in Each Case Pursuant to the Applicable Asset Purchase Agreement; and (III) Granting Related Relief* (the “**Sale Order**”) of the United States Bankruptcy Court for the District of Delaware made in the cases commenced by Yellow Corporation and certain of its affiliates pursuant to chapter 11 of title 11 of the United States Code, (b) approved the Asset Purchase Agreement dated August 8, 2025 (the “**Whitby APA**”) by and among 2534929 Ontario Inc. (the “**Purchaser**”) and YRC Freight Canada Company (“**YRC Freight Canada**”) (the “**Seller**”), and (c) provided for the vesting in the Purchaser of all of YRC Freight Canada’s right, title and interest in and to the Acquired Assets, which vesting is to be effective with respect to the Acquired Assets upon the delivery by the Information Officer to

YRC Freight Canada and the Purchaser of a certificate in the form appended to the Second Sale Recognition and Vesting Order.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Second Sale Recognition and Vesting Order or the Whitby APA, as applicable.

THE INFORMATION OFFICER CERTIFIES that it has been advised by the Seller and the Purchaser that:

1. The Purchaser has paid the Purchase Price payable on the Closing pursuant to the Whitby APA;
2. The conditions to Closing as set out in Article 7 of the Whitby APA have been satisfied or waived by the Seller and the Purchaser, as applicable; and
3. The transaction contemplated by the Whitby APA has been completed to the satisfaction of the Seller and the Purchaser.

This Certificate was delivered by the Information Officer on November 28, 2025.

**ALVAREZ & MARSAL CANADA INC., in
its capacity as Information Officer, and not in
its personal or corporate capacity**

Per:

Alan Hutchens

Name: *ALAN HUTCHENS*

Title: *SENIOR VICE-PRESIDENT*

1400-8805-1481