

THE KING'S BENCH
WINNIPEG CENTRE

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
MANITOBA CLINIC MEDICAL CORPORATION AND THE MANITOBA CLINIC
HOLDING CO. LTD.

(the "Applicants")

APPLICATION UNDER: THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C., c. C-36, AS AMENDED

ORDER
(STAY EXTENSION AND OTHER RELIEF)

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Client File No. 1102-154

**THE KING'S BENCH
WINNIPEG CENTRE**

THE HONOURABLE)
) Wednesday, the 21st day of April, 2023
MR. JUSTICE KROFT)

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
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(STAY EXTENSION AND OTHER RELIEF)

THIS MOTION made by the Applicants for an Order, *inter alia*: (i) extending the Stay Period as defined in paragraph 10 of the Amended and Restated Initial Order entered December 2, 2022 ("Initial Order") to and including August 31, 2023; (ii) approving the Second Report of the Monitor, Alvarez & Marsal Canada Inc. ("A&M"), dated January 20, 2023 ("Second Report") in its capacity as Monitor of the Applicants ("Monitor") and the activities, actions, and conduct described therein; (iii) approving the professional fees of the Monitor, the Monitor's legal counsel and Applicants' legal counsel, as set out in the Second Report; (iv) approving the proposed Retention Payments to the physicians; (v) approving an Amendment to the DIP Financing Commitment Letter to incorporate a New Revised Budget, and (vi) such further and other relief as to this

Honourable Court may deem just was heard this day at Winnipeg, in the Province of Manitoba.

ON READING the Affidavit of Keith McConnell sworn November 28, 2022, the Pre-Filing Report of A&M dated November 29, 2022, the First Report of A&M dated January 20, 2023, the Second Report, the Second Confidential Supplement and on hearing the submissions of counsel for the Applicants, counsel for the Monitor, counsel for Canadian Imperial Bank of Commerce ("CIBC"), counsel for Drs. Jastrzebski, Manusow, Kanjee and Stockl, and counsel for Doctors Manitoba, no one appearing for any other party although duly served as appears from the Affidavits of Service of Laura Leigh Buley sworn April 19, 2023:

Service

1. THIS COURT ORDERS that the time for service of the Notice of Motion and the supporting materials is hereby abridged and validated so that the motion is properly returnable today and hereby dispenses with further service thereof.

Stay Extension

2. THIS COURT ORDERS that the Stay Period is hereby extended until and including August 31, 2023.

Monitor's Activities and Related Matters

3. THIS COURT ORDERS that the Second Report and the activities, actions, and conduct as described therein are hereby approved.

4. THIS COURT ORDERS that the professional fees and disbursements of the Monitor, its legal counsel, McDougall Gauley LLP and Applicants' legal counsel, Taylor McCaffrey LLP, as set out in the Second Report, are hereby approved.

Retention Payments

5. THIS COURT ORDERS AND DECLARES that the Physicians Retention Payment Plan as detailed in the Monitor's Second Report is hereby approved and the Applicants are authorized and directed to make payments in accordance with the terms thereof.

Amendment to the DIP Financing

6. THIS COURT ORDERS that the Applicants be authorized and empowered to sign an Amendment to the Commitment Letter incorporating a Revised Budget to be agreed to by the Applicants, CIBC and the Monitor.

Date: *May 2, 2023*

D. J. KROFT
Kroft, J.

I, DAVID R.M. JACKSON, of the firm of Taylor McCaffrey LLP, hereby certify that I have received the consents as to form of the following parties:

J.J. Burnell of MLT Aikins LLP, counsel for CIBC
Ian Sutherland, K.C. of McDougall Gauley LLP, counsel for the Monitor
Kalev A. Anniko of Fillmore Riley LLP, counsel for Drs. Jastrzebski, Manusow, Kanjee and Stockl
Andrew Swan, counsel for Doctors Manitoba

As directed by the Honourable Mr. Justice Kroft.