



Court File No. CV-25-00738613-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE MADAM

JUSTICE KIMMEL

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FRIDAY, THE 26TH

DAY OF JUNE, 2026

**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
1242939 B.C. UNLIMITED LIABILITY COMPANY, 1241423 B.C. LTD., 1330096 B.C. LTD.,
1330094 B.C. LTD., 1330092 B.C. UNLIMITED LIABILITY COMPANY, 1329608 B.C.
UNLIMITED LIABILITY COMPANY, 2745263 ONTARIO INC., 2745270 ONTARIO INC.,
SNOSPMIS LIMITED, 2472596 ONTARIO INC., AND 2472598 ONTARIO INC.**

**ORDER
(Stay Extension and Second KERP Order)**

THIS MOTION, made by the 1242939 B.C. Unlimited Liability Company (f/k/a Hudson's Bay Company ULC Compagnie De La Baie D'Hudson SRI), 1241423 B.C. Ltd., 1330096 B.C. Ltd., 1330094 B.C. Ltd., 1330092 B.C. Unlimited Liability Company, 1329608 B.C. Unlimited Liability Company, 2745263 Ontario Inc., 2745270 Ontario Inc., Snospmis Limited, 2472596 Ontario Inc., and 2472598 Ontario Inc. (collectively, the "**Applicants**") pursuant to the *Companies' Creditors Arrangement Act* for an order, among other things, (a) extending the Stay Period until and including October 31, 2026; (b) approving the Second KERP (as defined below) and the Second KERP Charge (as defined below); and (c) sealing the unredacted Second KERP pending further order of this Court, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of Thomas Obersteiner sworn June 18, 2026 (the "**Obersteiner Affidavit**") in connection with approval of a Stay extension and Second KERP Charge, and the exhibits attached thereto, the sixteenth report of the Monitor, dated June 24, 2026, (the "**Sixteenth Report**"), and on hearing the submissions of counsel to the Applicants, counsel to the Monitor, and such other parties as listed on the Counsel Slip, with no one else appearing although duly served as appears from the affidavit of service of Brittney Ketwaroo sworn June 18, 2026.

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that capitalized terms used in this Order and not otherwise defined herein shall have the meanings given to them in the Obersteiner Affidavit or the Amended and Restated Initial Order of this Court dated March 21, 2025 (the “**ARIO**”).

EXTENSION OF THE STAY PERIOD

3. **THIS COURT ORDERS** that the Stay Period is hereby extended until October 31, 2026, or such later date as this Court may order.

SECOND KEY EMPLOYEE RETENTION PLAN

4. **THIS COURT ORDERS** that the Second Key Employee Retention Plan (the “**Second KERP**”), as described in the Obersteiner Affidavit, an unredacted copy of which is attached as a Confidential Appendix to the Sixteenth Report, is hereby approved and the Applicants are authorized to make the payments contemplated thereunder in accordance with the terms and conditions of the Second KERP.
5. **THIS COURT ORDERS** that payments made by the Applicants pursuant to this Order do not and will not constitute preferences, fraudulent conveyances, transfers at undervalue, oppressive conduct, or other challengeable or voidable transactions under any applicable law.
6. **THIS COURT ORDERS** that the key employees referred to in the Second KERP (the “**Key Employees**”) shall be entitled to the benefit of and are hereby granted a charge on the Property of the Applicants (the “**Second KERP Charge**”), which charge shall not exceed the maximum amount of \$527,500, to secure any payments to the Key Employees under the Second KERP. The Second KERP Charge shall have the priority set out in paragraph 7 herein.
7. **THIS COURT ORDERS** that the First KERP having been satisfied, the First KERP Charge is terminated and shall have no further force or effect. The First KERP is replaced with the Second KERP, such that paragraph 49 of the ARIO shall be, and is hereby, amended to reference the Second KERP in accordance with the terms set out herein:

49. THIS COURT ORDERS that the priorities of the Administration Charge, the Second KERP Charge, the Directors' Charge, the DIP Charge, and the JV Rent Charge (collectively, the "**Charges**"), as among them, shall be as follows:

With respect to all Property other than the Loan Parties':

First - Administration Charge (to the maximum amount of \$2,800,000);

Second – Second KERP Charge (to the maximum amount of \$527,500);

Third – Directors' Charge (to the maximum amount of \$13,500,000);

Fourth – DIP Charge;

Fifth – JV Rent Charge; and

Sixth – Directors' Charge (to the maximum amount of \$35,700,000).

SEALING

8. **THIS COURT ORDERS** that the Confidential Appendix to the Sixteenth Report shall be and is hereby sealed, kept confidential, and shall not form part of the public record, pending further order of this Court.

GENERAL

9. **THIS COURT ORDERS** that the Applicants or the Monitor may from time to time apply to this Court to amend, vary or supplement this Order or for advice and directions in the discharge of their powers and duties hereunder.

10. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada.

11. **THIS COURT REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order, to assist the Applicants, the Monitor 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 Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order,

to grant representative status to the Monitor in any foreign proceeding or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

12. **THIS COURT ORDERS** that this Order and all its provisions are effective as of 12:01 a.m. Prevailing Eastern Time on the date hereof.

Jessica
Kimmel

Digitally signed
by Jessica
Kimmel
Date: 2026.06.26
18:51:11 -04'00'

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**ORDER
(Returnable June 26, 2026)**

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