

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

BETWEEN:

MINISO INTERNATIONAL HONG KONG LIMITED, MINISO INTERNATIONAL (GUANGZHOU) CO. LIMITED, MINISO LIFESTYLE CANADA INC., MIHK MANAGEMENT INC., MINISO TRADING CANADA INC., MINISO CORPORATION and GUANGDONG SAIMAN INVESTMENT CO. LIMITED

**PETITIONERS**

AND:

MIGU INVESTMENTS INC., MINISO CANADA INVESTMENTS INC., MINISO (CANADA) STORE INC., MINISO (CANADA) STORE ONE INC., MINISO (CANADA) STORE TWO INC., MINISO (CANADA) STORE THREE INC., MINISO (CANADA) STORE FOUR INC., MINISO (CANADA) STORE FIVE INC., MINISO (CANADA) STORE SIX INC., MINISO (CANADA) STORE SEVEN INC., MINISO (CANADA) STORE EIGHT INC., MINISO (CANADA) STORE NINE INC., MINISO (CANADA) STORE TEN INC., MINISO (CANADA) STORE ELEVEN INC., MINISO (CANADA) STORE TWELVE INC., MINISO (CANADA) STORE THIRTEEN INC., MINISO (CANADA) STORE FOURTEEN INC., MINISO (CANADA) STORE FIFTEEN INC., MINISO (CANADA) STORE SIXTEEN INC., MINISO (CANADA) STORE SEVENTEEN INC., MINISO (CANADA) STORE EIGHTEEN INC., MINISO (CANADA) STORE NINETEEN INC., MINISO (CANADA) STORE TWENTY INC., MINISO (CANADA) STORE TWENTY-ONE INC. and MINISO (CANADA) STORE TWENTY-TWO INC. and 1120701 B.C. LTD.

**RESPONDENTS**

**Application Response**

**Application Response of:** The persons listed at Schedule A (the “**Application Respondents**”)

THIS IS A RESPONSE TO the Notice of Application of Alvarez & Marsal Inc., in its capacity as the Monitor of the Respondents (the “**Monitor**”), pursuant to the *Companies’ Creditors Arrangement Act* (Canada) (the “**CCAA**”), filed September 11, 2019

#### **Part 1: Orders Consented To**

The Application Respondent consents to the granting of the Order set out in the following paragraph of the Notice of Application: paragraph 2(b)

#### **Part 2: Orders Opposed**

The Application Respondent opposes the granting of the Orders set out in the following paragraphs of Part 1 of the Notice of Application: paragraphs 2(b) to 2(f)

#### **Part 3: Orders on Which No Position is Taken**

The Application Respondent takes no position on the granting of the Orders set out in the following paragraphs of Part 1 of the Notice of Application: paragraph 1

#### **Part 4: Factual Basis**

1. The application respondents seek a short adjournment of the Application.
2. The relevant facts are as set out in the Affidavit of Vanessa Du sworn September 16, 2019.
3. The application respondents submit that an adjournment is appropriate for the following reasons, amongst other things:
  - (a) the application respondents are a group of investors in Miniso brand stores;
  - (b) the application respondents are in receipt of a proposal by the Monitor on behalf of the Miniso Group and the CCAA Debtors; and
  - (c) the application respondents, although highly motivated to enter into a transaction that would be beneficial to all parties, have had insufficient time to properly assess the opportunity.
4. The application respondents seek a short adjournment to allow them to satisfy themselves that the Proposal is satisfactory given their alternatives in the CCAA and to fully understand their rights in this CCAA proceeding without the threat of store closure or disclaimer and termination of agreements.
5. The application respondents do not oppose the extension of the stay of proceedings.

#### **Part 5: Materials to be Relied on**

1. Affidavit #1 of Vanessa Du, to be filed.

The Application Respondent estimates that the application will take 1.5 hours.

- ☒ The Application Respondent has filed in this proceeding a document that contains the Application Respondent's address for service.

Date: September 16, 2019

*Caitlin Fell*

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Signature of Lawyer for the Application  
Respondents

Lawyer: Caitlin Fell/Sharon Kour

This APPLICATION RESPONSE is prepared by Sharon Kour of the firm of **Brauti Thorning LLP** whose place of business is 161 Bay Street, Suite 2900, Toronto, Ontario, M5K 2S1 (Direct #: 416.304.6517, Fax #:416-362-8410, Email: skour@btlegal.ca) (File #:7193-002).