

**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 A PLAN OF COMPROMISE OR  
ARRANGEMENT OF OLD CLHC COMPANY, OLD CBCLSC COMPANY,  
OLD KCRFL HOLDINGS LIMITED, OLD 616CL LIMITED, OLD CBHC  
COMPANY AND OLD CBSFC COMPANY

Applicants

**MOTION RECORD OF THE MONITOR  
(Distribution, Discharge, Termination and Stay Extension Motion)**

January 22, 2021

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**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 A PLAN OF COMPROMISE OR ARRANGEMENT  
OF OLD CLHC COMPANY, OLD CBCLSC COMPANY, OLD KCRFL  
HOLDINGS LIMITED, OLD 616CL LIMITED, OLD CBHC COMPANY AND  
OLD CBSFC COMPANY**

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# Tab 1

Court File No. CV-19-631523-00CL

**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 A PLAN OF COMPROMISE OR  
ARRANGEMENT OF OLD CLHC COMPANY, OLD CBCLSC  
COMPANY, OLD KCRFL HOLDINGS LIMITED, OLD 616CL  
LIMITED, OLD CBHC COMPANY AND OLD CBSFC  
COMPANY

Applicants

**NOTICE OF MOTION**  
(Distribution, Discharge and Termination)

Alvarez & Marsal Canada Inc. (“**A&M**”), in its capacity as court-appointed monitor of the Applicants (in such capacity, the “**Monitor**”), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), will make a Motion before the Honourable Mr. Justice Hainey of the Ontario Superior Court of Justice (Commercial List) on January 29, 2021 at 9:30 a.m. or as soon after that time as the Motion can be heard.

**PROPOSED METHOD OF HEARING:** The Motion is to be heard orally by Zoom videoconference. Details of the videoconference are attached as Appendix A.

**THE MOTION IS FOR:**

1. An Order substantially in the form attached at Tab 2 of the Motion Record, *inter alia* (the “**Proposed Order**”):

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- (a) if necessary, abridging the time for service of this Notice of Motion and the Motion Record and dispensing with further service thereof;
  - (b) extending the Stay Period (as defined in paragraph 17 of the Second Amended and Restated Initial Order dated December 20, 2019 (the “**Second Amended and Restated Initial Order**”)) until and including the earlier of the CCAA Termination Time (as hereinafter defined) and July 30, 2021;
  - (c) authorizing and directing the Monitor, for and on behalf of the Applicants, to make certain distributions;
  - (d) terminating these CCAA proceedings (the “**CCAA Proceedings**”) upon service of the Monitor’s Certificate on the Service List (each as hereinafter defined);
  - (e) discharging and releasing A&M as Monitor of the Applicants in the CCAA Proceedings and granting certain related releases;
  - (f) approving the Sixth Report of the Monitor dated January 22, 2021 filed in connection with this motion (the “**Sixth Report**”), and the activities of the Monitor referred to therein and the fees and disbursements of the Monitor and its counsel that have been incurred since the fees and disbursements set out in the Fifth Report of the Monitor dated September 22, 2020 (the “**Fifth Report**”), or will be incurred in the performance of the remaining duties of the Monitor (the “**Remaining Matters**”); and
2. Such further and other relief as to this Honourable Court may seem just.

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**THE GROUNDS FOR THE MOTION ARE:**

1. On November 22, 2019, this Honourable Court granted protection to the Applicants under the CCAA pursuant to an Initial Order (the “**Initial Order**”);
2. Pursuant to the Initial Order, A&M was appointed to act as the Monitor in the CCAA Proceedings;
3. On November 25, 2019, this Honourable Court granted an Amended and Restated Initial Order;
4. On December 20, 2019, this Honourable Court granted the Second Amended and Restated Initial Order;
5. The Applicants are affiliated with a number of U.S. entities (collectively, the “**U.S. Old BB Group**”);
6. On November 21, 2019, certain of the U.S. Old BB Group (the “**Chapter 11 Debtors**”) filed voluntary petitions for relief pursuant to title 11 of the United States Code, 11 U.S.C. §§ 101-1520, as amended, in the United States Bankruptcy Court for the District of Delaware;
7. On January 28, 2020, this Honourable Court issued an Approval and Vesting Order which, among other things, approved the sale transaction (the “**Sale Transaction**”) contemplated by the asset purchase agreement entered into among the Applicants, the Chapter 11 Debtors and certain affiliates of FCF Co. Ltd. On the same day, this Honourable Court issued the Monitor’s Expansion of Powers and Stay Extension Order which, among other things, extended the Stay Period until

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April 3, 2020 and granted the Monitor the Expanded Powers (as defined and described in the Third Report of the Monitor dated January 27, 2020), expanding the powers of the Monitor to, among other things, oversee the remaining business and wind-down activities of the Applicants;

8. The Sale Transaction closed on January 31, 2020;

9. On April 3, 2020, on motion of the Monitor, the Court further extended the Stay Period until September 30, 2020;

10. On September 29, 2020, on motion of the Monitor, the Court further extended the Stay Period until February 1, 2021 (the “**Stay Extension Order**”).

## **DISTRIBUTIONS**

11. Any capitalized terms used in this Distributions section that are not defined in this Notice of Motion shall have the meaning ascribed to them in the Sixth Report.

12. The Sixth Report contains detailed information regarding the proposed distribution of the cash held by the Monitor for and on behalf of the Applicants. As set out in the Sixth Report, the Monitor is proposing to make the following distributions for and on behalf of the Applicants:

- (a) the Term Agent Initial Distribution to the Term Agent, which amount shall be applied against the obligations owing by the Applicants under the Term Loan Agreement;

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- (b) following the CCAA Termination Time, the Term Agent Final Distribution, if any, to the Term Agent, which amount shall be applied against the obligations owing by the Applicants under the Term Loan Agreement; and
- (c) following the CCAA Termination Time, the Bankruptcy Retainer to the proposed trustee in bankruptcy of the Applicants, which amount shall be held by such trustee in bankruptcy (i) in connection with and to satisfy its anticipated fees and disbursements and the anticipated fees and disbursements of its counsel relating to such bankruptcy proceedings, and (ii) free and clear of any and all secured claims against the Applicants, including any Court-ordered charges granted in the CCAA Proceedings (the “**CCAA Charges**”).

the distributions provided for in items (a) – (c) above shall collectively be referred to herein as the “**Distributions**”.

#### **TERMINATION OF THE CCAA PROCEEDINGS**

13. As set out in the Sixth Report, there are a small number of Remaining Matters that need to be completed prior to the termination of the CCAA Proceedings;

14. It is therefore appropriate and efficient that upon service by the Monitor of an executed certificate substantially in the form attached as Schedule “A” to the Proposed Order (the “**Monitor’s Certificate**”) on the service list in the CCAA Proceedings (the “**Service List**”) certifying that, to the knowledge of the Monitor, all matters to be attended to in connection with the CCAA Proceedings have been completed, the CCAA Proceedings be terminated without any

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other act or formality (the “**CCAA Termination Time**”) and that the CCAA Charges be terminated, released and discharged without any other act or formality;

#### **DISCHARGE OF THE MONITOR**

15. Upon service of the Monitor’s Certificate, A&M will not have any further responsibilities in its role as court-appointed Monitor in the CCAA Proceedings other than as set out in the Proposed Order;

16. The Monitor will have duly and properly discharged and performed its duties and obligations in these CCAA Proceedings in compliance and in accordance with the CCAA and all orders of this Court made in the CCAA Proceedings;

17. Upon termination of the CCAA Proceedings, it is proposed that A&M and its counsel, counsel to the Applicants, and each of their respective affiliates, and each of their respective current and former officers, directors, partners, employees and agents, as applicable, shall be released from any and all liability that they have or may have in connection with the CCAA Proceedings or with respect to their respective conduct in connection therewith, including carrying out the terms of the Proposed Order or any matters that are ancillary or incidental to the CCAA Proceedings following the CCAA Termination Time, save and except for any gross negligence or willful misconduct;

#### **APPROVAL OF MONITOR’S REPORT, ACTIVITIES AND FEES**

18. The Monitor is seeking approval of its Sixth Report, the activities as set out therein and approval of the fees and disbursements of itself and its legal counsel, as well as the fees and

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disbursements that have been or will be incurred in the performance of the remaining duties of the Monitor up to a maximum aggregate amount as further described in the Sixth Report;

19. It is the Monitor's view that its fees and disbursements and those of its counsel as set out in the Sixth Report are reasonable and appropriate in the circumstances having regard to the scope of activity undertaken by the Monitor since the Fifth Report and to be undertaken in the performance of the remaining duties of the Monitor;

#### **EXTENSION OF STAY PERIOD**

20. Since the granting of the Stay Extension Order, the Applicants have acted and, with the assistance and oversight of the Monitor, continue to act in good faith and with due diligence in the CCAA Proceedings;

21. The wind-down reserve that was previously established with the Monitor is sufficient to fund the remaining costs anticipated as being required during the wind-down of the CCAA Proceedings (and any related wind-down proceedings such as formal bankruptcies);

22. It is necessary and in the best interests of the Applicants and their stakeholders that the Stay Period be extended until the earlier of: (a) the CCAA Termination Time; and (b) July 30, 2021 as it will allow the Monitor to facilitate and oversee the wind-down of the CCAA Proceedings, including making certain distributions and addressing administrative and wind-down issues described in the Sixth Report;

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**OTHER GROUNDS FOR RELIEF**

23. The provisions of the CCAA, including section 11.02(2) thereof, and the inherent and equitable jurisdiction of this Honourable Court;

24. Rules 1.04, 1.05, 2.03, 3.02, 16 and 37 of the *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended, and section 106 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended; and

25. Such further and other grounds as the lawyers may advise.

**THE FOLLOWING DOCUMENTARY EVIDENCE** will be used at the hearing of the Motion:

26. The Sixth Report of the Monitor, dated January 22, 2021, including the affidavits attached thereto;

27. Such further and other evidence as the lawyers may advise and this Honourable Court may permit.

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January 22, 2021

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Lawyers for the Monitor

**TO: SERVICE LIST**

## Appendix A

### Zoom Meeting

<https://us02web.zoom.us/j/81413580575?pwd=dFFSRWVQQ3F0czBBSkVVQUZPSk1kQT09>

Meeting ID: 814 1358 0575

Passcode: 749112

### One tap mobile

+14388097799,,81413580575#,,,,\*749112# Canada

+15873281099,,81413580575#,,,,\*749112# Canada

### Dial by your location

+1 438 809 7799 Canada

+1 587 328 1099 Canada

+1 647 374 4685 Canada

+1 647 558 0588 Canada

+1 778 907 2071 Canada

+1 204 272 7920 Canada

Meeting ID: 814 1358 0575

Passcode: 749112

Find your local number: <https://us02web.zoom.us/j/81413580575?pwd=dFFSRWVQQ3F0czBBSkVVQUZPSk1kQT09>

**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 OLD CLHC COMPANY,  
OLD CBCLSC COMPANY, OLD KCRFL HOLDINGS LIMITED, OLD 616CL LIMITED, OLD CBHC  
COMPANY AND OLD CBSFC COMPANY**

Court File No: CV-19-631523-00CL

Applicants

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

Proceeding commenced at: Toronto

**NOTICE OF MOTION**  
(Distribution, Discharge and Termination)

**OSLER, HOSKIN & HARCOURT LLP**  
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Lawyers for the Monitor

## Tab 2

Court File No. CV-19-631523-00CL

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

|                    |   |                              |
|--------------------|---|------------------------------|
| THE HONOURABLE MR. | ) | FRIDAY, THE 29 <sup>TH</sup> |
|                    | ) |                              |
| JUSTICE HAINEY     | ) | DAY OF JANUARY, 2021         |

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 OLD CLHC COMPANY, OLD CBCLSC  
COMPANY, OLD KCRFL HOLDINGS LIMITED, OLD 616CL  
LIMITED, OLD CBHC COMPANY AND OLD CBSFC  
COMPANY

Applicants

**DISTRIBUTION, DISCHARGE AND TERMINATION ORDER**

**THIS MOTION** made by Alvarez & Marsal Canada Inc. (“**A&M**”) in its capacity as court-appointed monitor of the Applicants (in such capacity, the “**Monitor**”) pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) for an order, among other things: (i) extending the Stay Period (as defined in paragraph 17 of the Second Amended and Restated Initial Order dated December 20, 2019 (the “**Second Amended and Restated Initial Order**”)) until and including the earlier of the CCAA Termination Time (as hereinafter defined) and July 30, 2021; (ii) authorising and directing the Monitor, for and on behalf of the Applicants, to make certain distributions; (iii) terminating these CCAA proceedings (the “**CCAA Proceedings**”) upon the service of the Monitor’s Certificate on the Service List (each as hereinafter defined); (iv) discharging and releasing A&M as Monitor of the Applicants in the

- 2 -

CCAA Proceedings and granting certain related releases; (v) approving the Sixth Report (as hereinafter defined), and the activities of the Monitor referred to therein, and the fees and disbursements of the Monitor and its counsel that have been incurred since the fees and disbursements set out in the Fifth Report of the Monitor dated September 22, 2020, or will be incurred in the performance of the remaining duties of the Monitor; and (vi) granting related relief, was heard this day by judicial videoconference via Zoom in Toronto, Ontario.

**ON READING** the Notice of Motion and the Sixth Report of the Monitor dated January 22, 2021, including the appendices thereto (the “**Sixth Report**”), and on hearing the submissions of counsel for the Monitor, the Applicants and the Term Agent (as hereinafter defined), and such other counsel as were present, no one else appearing although duly served:

#### **SERVICE AND DEFINITIONS**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record herein be and is hereby abridged and validated so that the Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that any capitalized terms used and not defined herein shall have the meaning ascribed to them in the Sixth Report or in the Second Amended and Restated Initial Order, as applicable.

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### **EXTENSION OF STAY PERIOD**

3. **THIS COURT ORDERS** that the Stay Period is hereby extended from February 1, 2021 until and including the earlier of (a) the CCAA Termination Time; and (b) July 30, 2021.

### **DISTRIBUTIONS AND DIRECTIONS**

4. **THIS COURT ORDERS** that the Monitor, for and on behalf of the Applicants, be and is hereby authorized and directed, without any personal or corporate liability whatsoever to any Person, and without further Order of the Court, to distribute:

- (a) following the date of this Order, the Term Agent Initial Distribution to the Term Agent, which amount shall be applied against the obligations owing by the Applicants under the Term Loan Agreement;
- (b) following the CCAA Termination Time, the Term Agent Final Distribution, if any, to the Term Agent, which amount shall be applied against the obligations owing by the Applicants under the Term Loan Agreement; and
- (c) following the CCAA Termination Time, the Bankruptcy Retainer to the proposed trustee in bankruptcy of the Applicants, which amount shall be held by such trustee in bankruptcy (i) in connection with and to satisfy its anticipated fees and disbursements and the anticipated fees and disbursements of its counsel relating to such bankruptcy proceedings, and (ii) free and clear of any and all secured claims against the Applicants, including any Court-ordered charges granted in the CCAA Proceedings (the “**CCAA Charges**”).

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5. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any application for a bankruptcy or receivership order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) (the “**BIA**”) or other applicable legislation in respect of any of the Applicants or their property and any bankruptcy or receivership order issued pursuant to any such application; and
- (c) any assignment in bankruptcy made in respect of any of the Applicants,

the distributions contemplated by paragraph 4 hereof shall be made free and clear of the CCAA Charges and all Encumbrances, shall be binding on any trustee in bankruptcy or receiver that may be appointed in respect of any of the Applicants or their property, and shall not be void or voidable nor deemed to be a preference, assignment, fraudulent conveyance, transfer at undervalue or other reviewable transaction under the CCAA, the BIA or any other applicable federal or provincial legislation, and shall not constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

6. **THIS COURT ORDERS** that the Monitor, for and on behalf of the Applicants, be and is hereby authorized and directed, without any personal or corporate liability whatsoever to any Person, and without further Order of the Court, to:

- (a) direct counsel to the Applicants to release any funds held in trust for and on behalf of the Applicants to the Monitor; and

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- (b) send any direction to counsel for the Applicants required to terminate the Applicants' engagement with such counsel.

#### **TERMINATION OF THE CCAA PROCEEDINGS**

7. **THIS COURT ORDERS** that, upon service by the Monitor of an executed certificate substantially in the form attached hereto as Schedule "A" (the "**Monitor's Certificate**") on the service list in the CCAA Proceedings (the "**Service List**") certifying that, to the knowledge of the Monitor, all matters to be attended to in connection with the CCAA Proceedings have been completed, the CCAA Proceedings shall be terminated without any other act or formality (the "**CCAA Termination Time**"), save and except as provided for in this Order, and provided that nothing herein impacts the validity of any Orders made in the CCAA Proceedings or any actions or steps taken by any Person.

8. **THIS COURT ORDERS** that the Monitor is hereby directed to file a copy of the Monitor's Certificate with the Court as soon as is practicable following service thereof on the Service List.

9. **THIS COURT ORDERS** that the CCAA Charges shall be terminated, released and discharged at the CCAA Termination Time without any other act or formality.

#### **DISCHARGE OF THE MONITOR**

10. **THIS COURT ORDERS** that effective at the CCAA Termination Time, A&M shall be and is hereby discharged from its duties as Monitor and shall have no further duties, obligations or responsibilities as Monitor from and after the CCAA Termination Time; provided however,

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notwithstanding the discharge of A&M as Monitor, the Monitor shall remain Monitor and have the authority to carry out, complete or address any matters in its role as Monitor that are ancillary or incidental to the CCAA Proceedings following the CCAA Termination Time, as may be required, including but not limited to: (a) making the distributions set forth in paragraphs 4(b) and 4(c) hereof; and (b) executing and filing any assignment in bankruptcy and related documents for and on behalf of the Applicants (the “**Monitor Incidental Matters**”).

11. **THIS COURT ORDERS** that, notwithstanding its discharge and the termination of the CCAA Proceedings, nothing herein shall affect, vary, derogate from, limit or amend, and A&M and its counsel shall continue to have the benefit of, any of the rights, approvals, releases, and protections in favour of the Monitor at law or pursuant to the CCAA, the Second Amended and Restated Initial Order, and all other Orders made in the CCAA Proceedings, including in connection with any Monitor Incidental Matters and other actions taken by the Monitor pursuant to this Order following the CCAA Termination Time.

12. **THIS COURT ORDERS** that no action or other proceeding shall be commenced against the Monitor in any way arising from or related to its capacity or conduct as Monitor, except with prior leave of this Court and on prior written notice to the Monitor.

13. **THIS COURT ORDERS** that effective as of the CCAA Termination Time, A&M, counsel to A&M and counsel to the Applicants, and each of their respective affiliates, and each of their respective current and former officers, directors, partners, employees and agents, as applicable (collectively, the “**Released Parties**”), shall be and hereby are forever released and discharged from any and all claims that any Person may have or be entitled to assert against the

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Released Parties, including any tax claims, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission, transaction, dealing or other occurrence in any way relating to, arising out of or in respect of the CCAA Proceedings or with respect to their respective conduct in connection therewith, including in carrying out the terms of this Order or any Monitor Incidental Matters (collectively, the “**Released Claims**”), and any such Released Claims are hereby irrevocably and permanently released, stayed, extinguished and forever barred and the Released Parties shall have no liability in respect thereof, save and except for any gross negligence or willful misconduct on the part of the Released Parties.

#### **APPROVAL OF THE MONITOR’S REPORT, ACTIVITIES AND FEES**

14. **THIS COURT ORDERS** that the Sixth Report and the activities of the Monitor referred to therein be and are hereby approved; provided, however, that only the Monitor, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

15. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its counsel, as set out in the Sixth Report, be and are hereby approved.

16. **THIS COURT ORDERS AND DECLARES** that the fees and disbursements of the Monitor and its counsel, respectively, that are incurred beyond the dates set out are not set out in the Sixth Report, but that have been or are anticipated to be incurred in the performance of the duties of the Monitor are hereby authorized and approved up to a maximum of \$100,000 in the

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aggregate (plus applicable taxes), and in that regard, only the actual fees and expenses so incurred by the Monitor and its counsel shall be paid to the Monitor and its counsel, respectively.

**GENERAL**

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

18. **THIS COURT HEREBY REQUESTS** that the aid and recognition of any court or administrative body in any province of Canada, the Federal Court of Canada, any administrative tribunal or other court constituted pursuant to the Parliament of Canada or any of its provinces or territories and any federal or state court or administrative body in the United States of America or any other foreign courts to act in aid of and to be complimentary to this Court in carrying out the terms of this Order.

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

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**SCHEDULE “A”  
FORM OF MONITOR’S CERTIFICATE**

Court File No. CV-19-631523-00CL

**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 A PLAN OF COMPROMISE OR  
ARRANGEMENT OF OLD CLHC COMPANY, OLD CBCLSC  
COMPANY, OLD KCRFL HOLDINGS LIMITED, OLD 616CL  
LIMITED, OLD CBHC COMPANY AND OLD CBSFC  
COMPANY

Applicants

**MONITOR’S CERTIFICATE**

**RECITALS**

- A. The Applicants obtained protection from their creditors under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) pursuant to the Initial Order (as amended and restated, the “**Initial Order**”) of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated November 22, 2019. The Initial Order appointed Alvarez & Marsal Canada Inc. (“**A&M**”) as monitor (the “**Monitor**”) of the Applicants in the CCAA proceedings (Court File No. CV-19-631523-00CL) (the “**CCAA Proceedings**”).
- B. Pursuant to an Order of the Court dated January 29, 2021 (the “**CCAA Termination Order**”), among other things, A&M shall be discharged as Monitor and the CCAA Proceedings shall be terminated upon the service of this Monitor’s Certificate on the

service list in the CCAA Proceedings, all in accordance with the terms of the CCAA Termination Order.

**THE MONITOR CERTIFIES** that, to the knowledge of the Monitor, all matters to be attended to in connection with the CCAA Proceedings, other than certain ancillary matters as specifically set out in the CCAA Termination Order, have been completed.

**ACCORDINGLY**, the CCAA Termination Time (as defined in the CCAA Termination Order) has occurred.

**DATED** at Toronto, Ontario this \_\_\_\_\_ day of \_\_\_\_\_, 2021.

**ALVAREZ & MARSAL CANADA INC.**, in its capacity as Court-appointed Monitor of the Applicants and not in its personal or corporate capacity

By: \_\_\_\_\_  
Name:  
Title:

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF OLD CLHC  
COMPANY, OLD CBCLSC COMPANY, OLD KCRFL HOLDINGS LIMITED, OLD 616CL  
LIMITED, OLD CBHC COMPANY AND OLD CBSFC COMPANY**

Applicants

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

Proceeding commenced at Toronto

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**DISTRIBUTION, DISCHARGE AND TERMINATION  
ORDER**

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Lawyers for the Monitor

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF OLD CLHC COMPANY, OLD CBCLSC COMPANY, OLD KCRFL HOLDINGS LIMITED, OLD 616CL LIMITED, OLD CBHC COMPANY AND OLD CBSFC COMPANY**

Applicants

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

Proceeding commenced at: TORONTO

**MOTION RECORD OF THE MONITOR  
(Distribution, Discharge, Termination  
and Stay Extension Motion)**

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