



Action No. S-2010103  
Vancouver Registry

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

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*, R.S.C. 1985, c. C-44  
AND THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

IN THE MATTER OF SUNNIVA INC., SUNNIVA MEDICAL INC., 11111035 CANADA INC.  
AND 1167025 B.C. LTD

PETITIONERS

**NOTICE OF APPLICATION**

(PLAN SANCTION ORDER)

**NAME OF APPLICANTS:** Sunniva Inc., Sunniva Medical Inc., 11111035 Canada Inc., and  
1167025 B.C. Ltd. (collectively, the "Petitioners")

**ON NOTICE TO:** Service List (attached hereto as **Schedule "A"**)

TAKE NOTICE that an application will be made **by MS Teams** (as determined by the Court) by the Petitioners to the Honourable Madam Justice Fitzpatrick at the Courthouse at 800 Smithe Street, Vancouver, British Columbia, on **Friday, February 12, 2021 at 9:00 a.m.**, for the orders set out in Part 1 below.

The applicants' mailing address, email address and telephone number where the Registry may contact them to confirm virtual conferencing information are:

Lisa Hiebert and Ryan Laity  
Mail: Borden Ladner Gervais LLP, 1200 – 200 Burrard Street, Vancouver BC, V7X 1T2  
Email: LHiebert@blg.com and RLait@blg.com  
Phone: 604-632-3425 and 604-632-3544

**PART 1: ORDERS SOUGHT**

1. An order (the "**Sanction Order**") extending the stay of proceedings and sanctioning the Amended Consolidated Plan of Compromise and Arrangement of the Petitioners dated January 14, 2021, substantially in the form attached hereto as **Schedule "B"**.

## **PART 2: FACTUAL BASIS**

1. All capitalized terms used herein and not otherwise defined have the meanings ascribed to them in the Amended Consolidated Plan of Compromise and Arrangement of the Petitioners dated January 14, 2021 (the “**Plan**”).

2. On October 9, 2020, this Honourable Court pronounced an Initial Order (the “**Initial Order**”) pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), which provided for, among other things, a stay of proceedings against the Petitioners to October 19, 2020 (the “**Stay Period**”).

3. On October 19, 2020, this Honourable Court pronounced the ARIO, pursuant to which, among other things, the Stay Period was extended to November 27, 2020. Since then, the relief under the ARIO and the Stay Period has been further extended to February 12, 2021.

4. On January 15, 2021, this Honourable Court granted an order (the “**Meeting Order**”) that, among other things:

- (a) accepted for filing the Plan;
- (b) authorizing the Petitioners to present the Plan to Affected Creditors (as defined in the Plan) at a Meeting of Affected Creditors to be held on or about February 5, 2021 (the “**Meeting**”), to seek approval of the Plan by the Affected Creditors;
- (c) authorizing the Monitor to convene, hold and conduct the Meeting, and confirming various protocols for how the Meeting would be constituted and convened; and
- (d) subject to approval of the Plan by Affected Creditors, setting Friday February 12, 2021 at 9:00am for the Petitioners to make this application to the Court to sanction to Plan.

5. Since the hearing on January 15, 2021, the Petitioners (in consultation with the Monitor) have worked diligently and taken various steps to advance the restructuring in these proceedings as set out in the Plan. These steps included:

- (a) communicating with creditors and stakeholders, including with Affected Creditors in respect of the Plan;

- (b) taking steps towards getting the partial revocation of the cease trade order necessary to implement the Plan; and
  - (c) preparing for and holding the Meeting in accordance with the Meeting Order.
- 6. In accordance with the Meeting Order, the Monitor:
  - (a) published a copy of the meeting materials on its website on January 18, 2021
  - (b) published a notice in the Globe and Mail on January 20, 2021; and
  - (c) emailed a copy of the meeting materials to each Affected Creditor by January 18, 2021.
- 7. The Meeting was held virtually at 3:00pm on Friday, February 5, 2021 in accordance with the Meeting Order and the Electronic Meeting Protocol approved in the Meeting Order.
- 8. At the Meeting, the Plan was approved by 98.9% in number, representing 98.7% in value, of the Affected Creditors who voted in person or by proxy in accordance with the Meeting Order.
- 9. The Monitor has confirmed that the Petitioners complied with the procedural requirements of the Meeting Order, the Meeting was properly constituted and convened, and the Plan was approved by the Required Majorities of the Affected Creditors.
- 10. Pursuant to paragraph 30 of the Meeting Order, this application is scheduled to be heard by MS Teams at 9am on Friday, February 12, 2021. Any person intending to oppose the Sanction Order is to file and serve its application response and supporting materials before 6:00pm on Wednesday, February 10, 2021.
- 11. The Plan includes the following provisions:
  - (a) it applies to all pre-filing creditors of the Petitioners;
  - (b) it does not apply to the following Unaffected Creditors:
    - i. post-filing claims;
    - ii. claims secured by the CCAA Charges;
    - iii. claims against any Director that cannot be compromised under the CCAA;
    - iv. Crown Priority Claims; and
    - v. Employee Priority Claims;

- (c) on the Effective Date, the Petitioners will pay any Crown Priority Claim and Employee Priority Claim;
- (d) there is one class of Affected Creditors;
- (e) the amounts owing to the Affected Creditors will be converted into equity in Sunniva, other than those prohibited, by statute from acquiring or holding shares;
- (f) creditors that are prohibited by statute from acquiring or holding shares will receive a *pro rata* cash distribution from a Restricted Distribution Pool (\$5,000); and
- (g) all Intercompany Claims will be cancelled and extinguished.

12. The Plan includes releases in favour of the Petitioners, their employees, legal advisors and other representatives, the Directors and Officers and the Monitor and its counsel (collectively, the “**Released Parties**”). Each of the Released Parties made critical contributions to the development and implementation of the Petitioners’ restructuring and the Plan.

13. As noted in my previous affidavits, the Board and Senior Management believe that there is very significant value in the Petitioners’ interests and assets in the US, particularly the leasehold interest in the California facility, and that Sunniva is well-positioned to capitalize on that value. The Board and Senior Management continue to be of the view that the Plan represents better recovery for creditors than a distribution of the currently available funds since the Plan will allow Sunniva to build the business and generate revenue from the US assets. The Board and Senior Management believe that this will allow creditors to recover the amounts owed to them over time and enhances their recovery prospects compared to a bankruptcy. Based on the overwhelming support of the Affected Creditors voting at the meeting, I believe that the Affected Creditors agree with this assessment.

14. If the Plan is sanctioned by the Court, the Petitioners will need to quickly take steps to implement the Plan, including completing the application for partial revocation of the cease trade order to allow Sunniva to issue the shares contemplated by the Plan.

#### **Release of Funds and Modification of December 11, 2020 Order**

15. Pursuant to an order made November 27, 2020, the Petitioners paid CA \$1,300,000 (the

“**Corporate Funds**”) to the Monitor to be held in trust by the Monitor pending further direction from the Court.

16. Pursuant to an order made December 11, 2020:

(a) at paragraph 2(b), Maynards Industries Canada Ltd. was required to pay all proceeds of sale from the surplus equipment (as authorized by the approval and vesting order made December 11, 2020) to the Monitor, to be held by the Monitor in trust for the Petitioners pending further direction from the Court (the “**Maynards Funds**” and together with the Corporate Funds, the “**Protected Funds**”); and

(b) at paragraph 2(c), the Petitioners, together with their officers and directors, were prohibited from taking steps to advance the Petitioners’ interests or assets in the United States, including without limitation, permitting any US subsidiary to grant security, subject to further direction from the Court.

17. The Petitioners seek an order authorizing the Monitor to pay the Protected Funds, less amounts the Monitor will be required pay in accordance with the Plan (the Employee Priority Amount and the Restricted Distribution Pool) and authorizing the Petitioners and their officers and directors to advance their interests and assets in the US.

18. The Plan contemplates the Petitioners having access to the Protected Funds, completing a financing through Sunniva’s US subsidiary, CP Logistics LLC (“**CPL**”) and advancing the Petitioners’ interests and assets in the US by advancing the arbitration proceedings. If the Plan is sanctioned by the Court, the Petitioners will require access to the Protected Funds and the financing to implement the Plan and advance the steps contemplated by the Plan.

19. The Petitioners believe that releasing the restrictions from the December 11, 2020 order and allowing them access to the Protected Funds will facilitate the Plan and advance the interests of the Petitioners’ creditors and stakeholders. The Petitioners further believe that since the Plan specifically contemplated the Petitioners accessing the Protected Funds and CPL concluding the financing that the Petitioners’ creditors are in support of the Petitioners accessing and using these funds immediately after

sanction of the Plan, as contemplated by the Plan.

### **Extension of the Stay of Proceedings**

20. The Petitioners seek an extension of the Stay Period to and until July 30, 2021. The date of the extension was chosen to enable to Petitioners to complete implementation of the Plan, and avoid expending the professional fees that would be required to seek a further extension. The Monitor supports the proposed extension.

## **PART 3: LEGAL BASIS**

### **A. Sanctioning of the Plan**

1. Section 6 of the CCAA provides that a compromise or arrangement is binding on a debtor company and its creditors if: (i) a majority in number representing two-thirds in value of the creditors present and voting at a meeting of creditors approve the compromise or arrangement; and (ii) the compromise or arrangement is thereafter sanctioned by the Court.

CCAA, s. 6(1)

2. The first requirement under section 6 of the CCAA has been met as the Plan was approved by the Required Majorities of the Affected Creditor Class at the Meeting. To meet the second requirement under section 6 of the CCAA, the Court must be satisfied that:

- (a) there has been strict compliance with all statutory requirements;
- (b) all materials filed and procedures carried out must be examined to determine if anything has been done or purported to be done which is not authorized by the CCAA; and
- (c) the Plan is fair and reasonable.

*Canwest Global Communications Corp. (Re)*, 2010 ONSC 4209 (“*Canwest*”), at para. 14  
*Bul River Mineral Corp. (Re)*, 2015 BCSC 113 (“*Bul River*”), at para. 40

- (i) All statutory requirements have been strictly complied with

3. Prior to sanctioning the Plan, the Court must consider that there has been procedural compliance with the CCAA and the Orders made in the CCAA Proceedings. The factors the Court may consider include whether: (a) the company is a “debtor company” as defined by the CCAA; (b) the notice requirements in the Meeting Order were complied with; (c) the Affected Creditors are properly classified

under the Plan; (d) the Meeting was properly constituted and the vote on the Plan was properly carried out; and (e) the Plan was approved by the Required Majorities of each creditor class.

*Canadian Airlines Corp. (Re)*, 2000 ABQB 442 (“*Canadian Airlines*”), para. 62;  
leave to appeal refused 2000 ABCA 23, affirmed 2001 ABCA 9, leave to appeal to S.C.C. refused July 12, 2001

4. The Petitioners have complied with the procedural requirements of the CCAA and the terms of the Orders granted in these CCAA Proceedings. Among other things:

- (a) On the Filing Date, the Court found that the Petitioners qualified as debtor companies under the CCAA.
- (b) The Monitor’s Fifth Report to Court will confirm that the Petitioners complied with the procedural requirements of the Meeting Order, the Meeting was properly constituted and convened, and the Plan has been approved by the Required Majorities of Affected Creditors.
- (c) The Meeting Order approved the classification of the Affected Creditors in a single class, and no creditor has objected to this classification as provided for in the Plan.
- (d) The Plan complies with the requirements of section 6 of the CCAA, as claims arising under subsection 6(3), 6(5) and 6(6) of the CCAA are unaffected by the Plan, and the Plan does not provide payment for equity claims.

(ii) The Petitioners have not acted contrary to the CCAA

5. In determining whether any unauthorized steps have been taken by the Petitioners, the Court should rely on evidence put forward by the parties and the reports of the Monitor.

*Bul River*, at para. 65

6. There is no suggestion that the Petitioners have acted contrary to the CCAA requirements, and the Monitor’s Fifth Report to Court will confirm that the Petitioners have acted in good faith and with due diligence in these CCAA Proceedings.

Forth Report of the Monitor, dated January 13, 2021  
(the “Fourth Report”), at para. 15.7

(iii) The Plan is fair and reasonable

7. In determining whether the Plan is fair and reasonable, the Court should be guided by the

objectives of the CCAA, namely to facilitate the reorganization of a debtor company for the benefit of the company and its stakeholders. The fairness and reasonableness requirement does not require perfection, rather:

“The court’s role on a sanction hearing is to consider whether the Plan fairly balances the interests of all stakeholders. Faced with an insolvent organization, its role is to look forward and ask: does the plan represent a fair and reasonable compromise that will permit a viable commercial entity to emerge? It is also an exercise in assessing current reality by comparing available commercial alternatives to what is offered in the proposed plan.”

*Canadian Airlines*, at para. 3  
*Bul River*, at para. 68

8. In assessing the fairness and reasonableness of a plan of compromise and arrangement, the Court will generally consider, *inter alia*, the following factors:

- (a) whether the claims were properly classified and whether the requisite majority of creditors approved the plan;
- (b) what creditors would have received in a bankruptcy or liquidation compared to what they are to receive under the plan;
- (c) alternatives available to the plan and bankruptcy;
- (d) oppression rights of creditors; and
- (e) the public interest.

*Canwest*, at para. 21  
*Bul River*, at para 69.

9. Based on the factors set out above, the Plan is fair and reasonable in the circumstances, and should be approved and sanctioned by the Court. In particular:

- (a) ***Classification of Creditor Approval:*** The classification of the Affected Creditors as a single class under the Plan was approved by the Meeting Order and has not been objected to by any Affected Creditors. The classification and treatment of Affected Creditors under the Plan is appropriate in the circumstances, as the Petitioners have no secured creditors and all Affected Creditors have unsecured claims. At the Meeting, the Affected Creditors voted as a single class, and the Plan was approved by 98.9% of the Affected Creditors in

number, representing 98.7% in value, voting in person or by proxy in accordance with the provisions of the Meeting Order.

- (b) **Recovery on Bankruptcy:** If the Petitioners were to become bankrupt or ceased operations, due to a default under the lease terms that could not be cured, the prospective value of the Petitioners' US assets (in particular, the California Greenhouse Facility) would be lost. As noted by the Monitor, if the Plan is successful, it is possible that the Conversion Shares issued to the Affected Creditors will eventually provide a better outcome to the Affected Creditors than a near term liquidation and distribution of proceeds.

Fourth Report, at para. 14.11

- (c) **Alternatives to the Plan:** At this juncture, the only alternatives available to the Petitioners are implementing the Plan or winding-up operations through a bankruptcy or distribution of funds. The prospective recovery in a bankruptcy is negligible, and accordingly, the Plan is beneficial to the Affected Creditors as it provides a potentially superior result than a bankruptcy or liquidation.

Fourth Report, at paras. 14.7-14.11

- (d) **No Oppression of Creditors:** The right of Affected Creditors are not oppressed by the Plan. The Plan does not prohibit the Affected Creditors from pursuing actions against any third parties or against the Directors in respect of claims identified in section 5.1(2) of the CCAA.

- (e) **Public Interest:** The Plan allows Sunniva Inc. to continue to advance its business and operations, with a focus on assets and interests in the US. Over time, the Petitioners expect that this will provide benefits to its employees and other stakeholders, in addition to allowing the potential to generate greater recovery for the Affected Creditors.

10. Accordingly, and based on all the foregoing, the Petitioners submit that the Plan is fair and

reasonable and ought to be sanctioned by this Court.

**B. Granting of Releases**

(i) Jurisdiction to sanction a plan containing releases

11. Pursuant to Article 7.3 of the Plan and the Sanction Order, the Petitioners seek releases in favour of the Released Parties, which include:

- (a) the Petitioners;
- (b) the employees, legal advisors, and other representatives of any Petitioner, in their capacity as such;
- (c) the Directors and the Officers; and
- (d) the Monitor and its legal advisors in their capacities as such.

12. The Court has jurisdiction to sanction a plan containing releases in favour of third parties if the release was negotiated in favour of a third party as part of the “compromise” or “arrangement” where the release reasonably relates to the proposed restructuring and is not overly broad. “[T]here must be a reasonable connection between the third-party claim being compromised in the plan and the restructuring achieved by the plan to warrant inclusion of the third-party release in the plan.”

*ATB Financial v. Metcalfe & Mansfield Alternative Investments II Corp.*, 2008 ONCA 587, at paras. 61, 70  
*Canwest*, at paras. 28-30

13. It is common for CCAA courts to approve third-party releases in favour of persons, such as directors, officers, and/or other third parties, who could assert contributions and indemnity claims against the debtor.

*Target Canada Co. (Re)*, 2016 ONSC 3651, at para. 40

(ii) The factors to be considered

14. In considering whether to sanction a plan that includes a third-party release, the Court will generally consider the following factors, including whether:

- (a) the parties to be released are necessary and essential to the restructuring of the debtor;
- (b) the claims to be released are rationally related to the purpose of the Plan and necessary for

- it;
- (c) the Plan cannot succeed without the releases;
- (d) the parties given the benefit of the release are contributing in a tangible and realistic way to the plan; and
- (e) the Plan will benefit not only the debtor, but its creditors generally.

*Bul River*, at para. 79  
*Walter Energy Canada Holdings, Inc. (Re)*, 2018 BCSC 1135, at para. 30

(iii) The releases are fair and reasonable

15. As detailed in Affidavit #8 of Anthony F. Holler, the release of the Released Parties is fair and reasonable for, *inter alia*, the following reasons:

- (a) the Released Parties have made critical contributions to the development and implementation of the Petitioners' restructuring and the Plan, enabling the Petitioners to avoid liquidation, which will result in a potentially better outcome for the Petitioners' stakeholders than a liquidation or bankruptcy;
- (b) the Released Parties have contributed their professional enterprise to assist with structuring and negotiation of the Plan, in addition to providing their general advice and services throughout the CCAA proceedings;
- (c) if the Plan is sanctioned by this Honourable Court, and is implemented as intended, the Petitioners' value (in particular, the value of the California Greenhouse Facility and other US assets) will be preserved to the benefit of all stakeholders. These results would not have been possible without the participation and support of the Released Parties throughout these CCAA proceedings and, in particular, their involvement in the development, negotiation, and actions to implement the Claims Process, the Plan, and the Orders giving effect thereto;
- (d) as the Released Claims relate specifically to the Monitor, the Monitor has professionally carried out its mandate, has been integrally involved in the development of the Plan, and will be administering the Restricted Distributions contemplated under the Plan on behalf

of and for the benefit of the Petitioners; and

(e) full disclosure of the Release Claims was made to the Affected Creditors in the Plan, which has been available on the Monitor's Website since on or about January 14, 2021.

16. The proposed releases are narrow and specifically connected to the purposes of the Plan. Each of the Released Parties contributed to the Plan.

17. The proposed releases do not discharge or release any Unaffected Claims, conduct that is determined to be fraudulent, wilful misconduct or grossly negligent or claims against Directors that are set out in section 5.1(2) of the CCAA.

18. The Petitioners submit that the Plan benefits their creditors generally, as demonstrated by the support received from the Affected Creditors at the Meeting.

**C. Extension of the Stay**

19. Pursuant to section 11.02 of the CCAA, this Court may extend the stay of proceedings for any period that the Court considers necessary on any terms that the Court may impose. The Petitioners must satisfy the Court that circumstances exist that make the extension appropriate, and that the Petitioners have acted, and are acting, in good faith and with due diligence.

CCAA, s. 11.02

20. In determining whether it is appropriate to extend a stay of proceeding, the Court inquires as to whether the order sought advances the remedial purposes of the CCAA and avoids the losses that results from liquidation.

*Re North American Tungsten Corp.*, 2015 BCSC 1376 at para. 25, citing *Century Services Inc. v. Canada (Attorney General)*, 2010 SCC 60 at para. 70

21. The Petitioners submit that extending the relief granted by the ARIO is appropriate because it will further the remedial purposes of the CCAA. In particular, the additional time is necessary so that the Petitioners can implement the Plan as approved by the Petitioners' creditors at the Creditors' Meeting. The Petitioners have, and continue to, act in good faith and with due diligence, and the Monitor supports the extension of the Stay Period as sought.

**D. General Authority**

22. The Petitioners generally rely on:
- (a) *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended;
  - (b) *Supreme Court Civil Rules*;
  - (c) the inherent jurisdiction of this Honourable Court; and
  - (d) such further and other legal basis as counsel may advise and this Honourable Court may allow.

**PART 4: MATERIAL TO BE RELIED ON**

- 1. Affidavit #8 of Anthony F. Holler, sworn on February 8, 2021.
- 2. Affidavit #7 of Anthony F. Holler, sworn on January 14, 2021;
- 3. Affidavit #5 of Anthony F. Holler, sworn on January 12, 2021;
- 4. Fourth Report of the Monitor dated January 13, 2021;
- 5. Fifth Report of the Monitor (to be filed).
- 6. Such further and other materials as counsel may advise and this Court may allow.

The Petitioners estimate that the application will take **one hour**.

This matter is not within the jurisdiction of a Master. This matter is scheduled to be heard by the Honourable Madam Justice Fitzpatrick, who is seized of these proceedings and has been booked through Trial Scheduling.

**TO THE PERSONS RECEIVING THIS NOTICE OF APPLICATION:** If you wish to respond to this Notice of Application, you must, within 5 business days after service of this Notice of Application or, if this application is brought under Rule 9-7, within 8 business days after service of this Notice of Application,

- (a) file an Application Response in Form 33,
- (b) file the original of every affidavit, and of every other document, that
  - (i) you intend to refer to at the hearing of this application, and
  - (ii) has not already been filed in the proceeding, and
- (c) serve on the applicant 2 copies of the following, and on every other party of record one copy of the following:
  - (i) a copy of the filed Application Response;
  - (ii) a copy of each of the filed affidavits and other documents that you intend to refer to at the hearing of this application and that has not already been served on that person;

- (iii) if this application is brought under Rule 9-7, any notice that you are required to give under Rule 9-7(9).

Date: February 9, 2021



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Signature of Lisa Hiebert/Ryan Laity  
Lawyer for the Petitioners

***To be completed by the Court only:***

Order made

in the terms requested in paragraphs \_\_\_\_\_ of Part 1 of this notice of application

with the following variations and additional terms:

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Date: \_\_\_\_\_

Signature of  Judge  Master

## APPENDIX

### THIS APPLICATION INVOLVES THE FOLLOWING:

- discovery: comply with demand for documents
- discovery: production of additional documents
- other matters concerning document discovery
- extend oral discovery
- other matters concerning oral discovery
- amend pleadings
- add/change parties
- summary judgment
- summary trial
- service
- mediation
- adjournments
- proceedings at trial
- case Plan orders: amend
- case Plan orders: other
- experts
- other

**Schedule "A"**

**SERVICE LIST**

Please see attached.

**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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, R.S.C. 1985, c. C-44  
AND THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

IN THE MATTER OF SUNNIVA INC., SUNNIVA MEDICAL INC.,  
11111035 CANADA INC. AND 1167025 B.C. LTD.

PETITIONERS

**SERVICE LIST**

[Current to: January 22, 2021]

<p><b>Borden Ladner Gervais LLP</b> 1200 – 200 Burrard Street Vancouver, BC V7X 1T2</p> <p><b>Attention: Lisa Hiebert Ryan Laity Mary Grace Johnstone</b></p> <p>Email lhiebert@blg.com rlaity@blg.com mjohnstone@blg.com</p> <p>Tel : 604.687.5744</p> <p><i>Counsel for Petitioners</i></p>	<p><b>Alvarez &amp; Marsal Canada Inc.</b> 1680 – 400 Burrard Street Vancouver, BC V6C 3A6</p> <p><b>Attention: Anthony Tillman Pinky Law</b></p> <p>Email: atillman@alvarezandmarsal.com pinky.law@alvarezandmarsal.com</p> <p>Tel: 604.638.7440</p> <p><i>Monitor</i></p>
<p><b>Cassels Brock &amp; Blackwell LLP</b> 2200 – 885 West Georgia Street Vancouver, BC V6C 3E8</p> <p><b>Attention: Mary I.A. Buttery, Q.C. H. Lance Williams</b></p> <p>Email: mbuttery@cassels.com lwilliams@cassels.com sdanielisz@cassels.com</p> <p>Tel: 604-691-6100</p> <p><i>Counsel for the Monitor</i></p>	<p><b>Miller Thomson LLP</b> 400 – Pacific Centre 725 Granville Street Vancouver, BC V7Y 1G5</p> <p><b>Attention: Heather Jones Gordon Plottel</b></p> <p>Email: hjones@millerthomson.com gplottel@millerthomson.com</p> <p>Tel: 604.687.2242</p> <p><i>Counsel for PTI Transformers Inc.</i></p>

<p><b>MLT Aikins LLP</b> 2600 – 1066 West Hastings Street Vancouver, BC V6E 3X1</p> <p><b>Attention: William Skelly</b></p> <p>Email: wskelly@mltaikins.com</p> <p>Tel: 604.608.4597</p> <p><i>Counsel for Matrix Venture Capital Management, Inc.</i></p>	<p><b>Hakemi &amp; Ridgedale LLP</b> 1500 – 888 Dunsmuir Street Vancouver, BC V6C 3K4</p> <p><b>Attention: Lisa Ridgedale and Khalil Jessa</b></p> <p>Email: lridgedale@hakemiridgedale.com kjessa@hakemiridgedale.com</p> <p>Tel: 604.259.7678</p>
<p><b>Matrix Venture Capital Management, Inc.</b></p> <p>Norman Valz Eamon Egan</p> <p>Email: norman.valz@matrixventurecapital.com eamonegan@yahoo.com</p>	<p><i>Counsel for IMK Management Services Inc.</i></p>
<p><b>Clark Wilson LLP</b> 900 – 885 West Georgia Street Vancouver, BC V6C 3H1</p> <p><b>Attention: Christopher Ramsay Katie Mak</b></p> <p>Email: cramsay@cwilson.com kmak@cwilson.com ncarlson@cwilson.com dhamann-trou@cwilson.com</p> <p>Tel: 604.687.5700</p> <p><i>Counsel for Cura-Can Health Corp.</i></p>	<p><b>Reedman Law</b> #1212 – 1030 West Georgia Street Vancouver, BC V6E 2Y3</p> <p><b>Attention: Cody Reedman</b></p> <p>Email: creedman@reedmanlaw.com</p> <p>Tel: 604.570.0005</p> <p><i>Counsel for Daniel Petrov</i></p>
<p><b>Ministry of Attorney General (British Columbia)</b> Legal Services Branch 400 – 1675 Douglas Street Victoria, BC V8W 9J7</p> <p>Mailing address: PO Box 9289 Stn Prov Govt Victoria, BC V8W 9J7</p> <p><b>Attention: Aaron Welch and Isabel Gowda</b></p> <p>Email: AGLSBRevTaxInsolvency@gov.bc.ca</p> <p><i>Ministry of the Attorney General (British Columbia)</i></p>	<p><b>Department of Justice Canada</b> British Columbia Regional Office 900 – 840 Howe Street Vancouver, BC V6Z 2S9</p> <p><b>Attention: Christine Matthews and Jacqueline Lebel</b></p> <p>Email: Christine.Matthews@justice.gc.ca Jacqueline.Lebel@justice.gc.ca</p> <p>Tel: 604.666.5891</p> <p><i>Counsel for Her Majesty the Queen in right of Canada as represented by the Minister of National Revenue</i></p>

<b>Ryan M. Seely</b> Email: rseely@CherryCreekSchools.org	<b>Michael Barker</b> c/o Barker Pacific Group 626 Wilshire Blvd., Suite 200 Los Angeles, CA 90017  Email: MDB@barkerpacific.com
<b>Trevor Wallace</b> Email: t.wallace@live.ca	
<b>Roy B. Conacher, Q.C.</b> Email: roybconacher@gmail.com	

**Schedule "B"**

**PLAN SANCTION ORDER**

Please see attached.

**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**

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**IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*, R.S.C. 1985, c. C-44  
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**IN THE MATTER OF SUNNIVA INC., SUNNIVA MEDICAL INC., 11111035 CANADA INC.  
AND 1167025 B.C. LTD.**

**PETITIONERS**

**ORDER MADE AFTER APPLICATION**

(PLAN SANCTION ORDER)

BEFORE THE HONOURABLE )  
 ) February 12, 2021  
MADAM JUSTICE FITZPATRICK )

ON THE APPLICATION of the Petitioners coming on for hearing by Microsoft Teams at Vancouver, British Columbia, on the 12<sup>th</sup> day of February, 2021; AND ON HEARING Lisa Hiebert, counsel for the Petitioners, and those other counsel listed on **Schedule "A"** hereto; AND UPON READING the material filed; AND PURSUANT TO the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 as amended (the "CCAA"), the British Columbia *Supreme Court Civil Rules*, and the inherent jurisdiction of this Honourable Court;

THIS COURT ORDERS AND DECLARES THAT:

**DEFINITIONS**

1. The time for service of the Notice of Application herein be and is hereby abridged such that the Notice of Application is properly returnable today and service upon any interested party other than those parties on the Service List maintained by the Monitor in this proceeding is hereby dispensed with.

2. Any capitalized terms used, but not otherwise defined in this Order (the “**Sanction Order**”) shall have the meanings ascribed to them in the Amended Consolidated Plan of Arrangement and Compromise dated January 14, 2021 among the Petitioners (the “**Plan**”), a copy of which is attached hereto as **Schedule “B”**.

#### **EXTENSION OF THE STAY OF PROCEEDINGS**

3. The relief provided for in the Amended and Restated Initial Order made in these proceedings on October 19, 2020 be and is hereby confirmed and the Stay Period and all other relief as provided for therein, is hereby extended to July 30, 2021.

#### **THE MEETING**

4. There has been good and sufficient service and delivery to all Affected Creditors of the Meeting Order granted by this Court on January 15, 2021 (the “**Meeting Order**”) in relation to the Petitioners, and all documents referred to in the Meeting Order, including the Meeting Materials (as defined in the Meeting Order).
5. The Meeting was duly convened and held in conformity with the CCAA and all applicable Orders of the Court pronounced in these proceedings, including the Meeting Order.
6. The Plan has been agreed to and approved by the Required Majority of the Affected Creditors in conformity with the CCAA.

#### **SANCTION OF THE PLAN**

7. The Petitioners have complied with the provisions of the CCAA and the Orders of the Court in these proceedings.
8. The Petitioners have not done or purported to do anything that is not authorized by the CCAA.
9. The Plan, and the transactions contemplated thereby, is procedurally and substantively fair and reasonable, not oppressive, and is in the best interests of the Petitioners and the Persons affected by the Plan.
10. The Plan is hereby finally and absolutely sanctioned and approved pursuant to the provisions of Section 6 of the CCAA and, upon the Monitor filing a certificate in the form attached as **Schedule “C”** hereto (the “**Plan Implementation Certificate**”) confirming that:
  - (a) all Conditions Precedent of this Plan have been satisfied or waived in accordance with the Plan;

- (b) the Petitioners have paid all amounts secured by the CCAA Charges;
- (c) the Monitor has received sufficient funds to pay the Priority Claims and Restricted Distributions;
- (d) the Plan has been implemented (“**Plan Implementation**”),

all terms, steps, compromises, transactions, arrangements, releases and reorganizations set out in the Plan are binding and effective on all Persons or parties named or referred to in, affected by or subject to the Plan. As of the Effective Date, the Plan shall enure to the benefit of the Petitioners, the Released Parties, all Affected Creditors, existing shareholders of any Petitioner, the past and present Directors and Officers of the Petitioners (including any de facto directors or officers, if any), and all other Persons named or referred to in, affected by, or subject to the Plan and their respective heirs, executors, administrators and other legal representatives, successors or assigns.

#### **PLAN IMPLEMENTATION**

11. The Petitioners are each, as applicable, hereby authorized and directed to take all actions necessary or appropriate, in each case consistent with and in accordance with the terms of the Plan, to enter into, adopt, execute, deliver, implement and consummate the contracts, instruments, releases, and all other agreements or documents to be created or which are to come into effect in connection with the Plan, and all matters contemplated under the Plan involving any corporate action of any Petitioner or on behalf of any Petitioner, and such actions are hereby approved and will occur and be effective in accordance with the Plan and this Sanction Order, in all respects and for all purposes, without any further requirement or further action by shareholders, directors or officers of any Petitioner. Further, to the extent not previously given, all necessary approvals to take such action shall be and are hereby deemed to have been obtained from the directors or shareholders of each Petitioner, including the deemed passing by any class of shareholders or any resolution or special resolution, and no shareholders’ agreement or agreement between a shareholder and another Person (if any) limiting in any way the right to vote shares held by such shareholder or shareholders with respect to any of the steps contemplated in the Plan shall be effective or have any force or effect. Without limiting the generality of the foregoing, to the extent the Petitioners consider it necessary or desirable, the directors of the Petitioners are directed to pass any resolutions to implement the Plan and the transactions contemplated thereby. Without limiting the generality of the foregoing, the Petitioners, together with their officers and directors, are hereby released from the restrictions imposed by paragraph 2(c) of the stay extension Order granted by the Court on December 11, 2020 and are permitted to take such steps as are necessary to advance the Petitioners’ interest or assets

in the United States, including without limitation, permitting any US subsidiary to borrow money or grant security interests over its assets.

12. The Monitor is hereby authorized and directed to take all steps and actions, and to do all things, required by the Monitor to facilitate the implementation of the Plan, in each case consistent with and in accordance with its terms, and, where necessary or appropriate to do so, to enter into, execute, deliver, implement and consummate all of the steps, transactions, certificates and agreements contemplated by the Plan. Without limiting the generality of the foregoing, the Monitor is hereby authorized and directed to pay to Sunniva all funds that it holds in trust on behalf of the Petitioners pursuant to the stay extension Orders of the Court granted on November 27, 2020 and December 11, 2020, other than such funds held by the Monitor in respect of the: (a) Restricted Distribution Reserve; or (b) Priority Claims, which in each case shall be retained and distributed by the Monitor in accordance with the terms and conditions of the Plan.
13. Maynbridge Industries Canada Ltd. (“**Maynards**”) is hereby authorized and directed to pay to Sunniva Inc. or Sunniva Medical Inc. all sale proceeds from the surplus equipment pursuant to the Auction and Liquidation Services Agreement approved by the Court in the approval and vesting Order granted by the Court on December 11, 2020, and the restrictions imposed by the Court on Maynards pursuant to paragraph 2(b) of the stay extension Order granted by the Court on December 11, 2020 are hereby released.

#### **COMPROMISE OF CLAIMS AND EFFECT OF PLAN**

14. Pursuant to and in accordance with the Plan, with effect as of the Effective Date, any and all Affected Claims of any nature shall be forever compromised, discharged and released, and the ability of any Person to proceed against any Petitioner in respect of or relating to any Affected Claims shall be forever barred, discharged, extinguished, released and restrained, and all proceedings with respect to, in connection with or related to such Affected Claims are hereby permanently stayed, subject only to the rights of the Affected Creditors to receive distributions in respect of their Affected Claims pursuant to, and in accordance with, the Plan and this Sanction Order.
15. Notwithstanding: (i) the pendency of the CCAA Proceedings and the declaration of insolvency made therein; (ii) any applications for a bankruptcy order pursuant to the *Bankruptcy and Insolvency Act*, R.S.C., 1985, c. B-3 (the “**BIA**”) in respect of any Petitioner and any bankruptcy order issued pursuant to any such application; (iii) any assignment in bankruptcy made in respect of any Petitioner; or (iv) the provisions of any federal or provincial statute, the transactions

payments, steps, and releases or compromises made during the CCAA Proceedings contemplated to be performed or effected pursuant to the Plan and this Sanction Order shall:

- (a) be binding on any licensed insolvency trustee that may be appointed in respect of the estate of any Petitioner;
  - (b) not be void or voidable;
  - (c) not constitute or be deemed to be a fraudulent preference or assignment, fraudulent conveyance, transfer at undervalue, preference or any other challengeable or voidable transaction under the BIA or any other applicable federal or provincial legislation; and
  - (d) not constitute or be deemed to be oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.
16. The determination of Proven Claims and Affected Claims in accordance with the Claims Process Order, the Meeting Order and the Plan shall be final and binding on the Petitioners, the Directors and Officers, the Affected Creditors, and all other Persons affected by the Claims Process Order, the Meeting Order, and the Plan.
17. Without limiting the provisions of the Claims Process Order, the Meeting Order or the Plan, a creditor of the Petitioners that did not file a Proof of Claim by the Claims Bar Date or otherwise in accordance with the provisions of the Claims Process Order, the Meeting Order or the Plan, whether or not such creditor received direct notice of the Claims Process Order, shall be and is hereby forever barred from making any Claim against any Petitioner and shall not be entitled to any distribution under the Plan, and such creditor's claim shall be and is hereby forever barred and extinguished. Nothing in the Plan extends or shall be interpreted as extending or amending the Claims Bar Date, or gives or shall be interested as giving any rights to any Person in respect of Claims that have been barred or extinguished pursuant to the Claims Process Order, the Meeting Order, the Plan, or this Sanction Order.
18. Each Affected Creditor is hereby deemed to have consented and agreed to all of the provisions of the Plan in its entirety, and each Affected Creditor is hereby deemed to have executed and delivered to the Petitioners all consents, releases, assignments and waivers, statutory or otherwise, required to implement and carry out the Plan in its entirety.
19. As of the Effective Date, all equity plans, outstanding warrants or options for unissued shares, restricted share units or other equity-based instruments issued by any Petitioner and outstanding as of the Effective Date shall be terminated and cancelled.

20. As of and from the filing of the Plan Implementation Certificate:
- (a) all compromises, waivers, releases and injunctions effect by the Plan (including without limitation those in Article 7 of the Plan) are hereby approved, binding and effective as set out in the Plan on all Affected Creditors and any and all other Persons or parties named or referred to in, affected by, or subject to the Plan; and
  - (b) any and all Persons shall be and are hereby stayed from commencing, taking, applying for or issuing or continuing any and all steps or proceedings, including without limitation, administrative hearings and orders, declarations or assessments, commenced, taken or proceeded with or that may be commenced, taken or proceeded with against any Released Party in respect of any and all Affected Claims, Released Claims, and any other matter which is released pursuant to this Sanction Order and the Plan.

#### **DISTRIBUTIONS UNDER THE PLAN**

21. On or before the Effective Date:
- (a) each of the Petitioners and the Monitor are hereby authorized and directed to complete the distributions and transactions contemplated pursuant to the Plan, without any need for further approvals or actions on the part of the Directors or Officers or any other Person;
  - (b) Sunniva is hereby authorized and directed to issue and distribute the Conversion Shares to the applicable Affected Creditors in accordance with the terms and conditions of the Plan, in full satisfaction and compromise of the applicable Affected Claims;
  - (c) each of the Officers and Directors of Sunniva are hereby authorized to take all steps necessary to complete the issuance and distribution of the Conversion Shares, including providing a basis for Sunniva to rely on an exemption from the registration requirement of the United States Securities Act of 1933 (as amended) with respect to the Conversion Shares that may be issued to any applicable Affected Creditor that resides in the United States; and
  - (d) the Monitor is hereby authorized and directed to pay the Restricted Distributions from the Restricted Distribution Reserve to any Affected Creditors that are prohibited by statute from acquiring or holding any Conversion Shares in accordance with the terms and

conditions of the Plan, and such Restricted Distributions shall be for the account of the Petitioners regarding the fulfilment of the Petitioners' obligations under the Plan.

22. If any cheque delivered to an Affected Creditor by the Monitor in respect of a Restricted Distribution is not cashed within 180 days after the Effective Date, then (as necessary) the Monitor shall stop payment on any cheques payable to such Affected Creditor, and any funds payable to such Affected Creditors under the Plan shall be paid by the Monitor to Sunniva without restrictions.

#### **NON-TERMINATED CONTRACTS AND FURTHER PROCEEDINGS**

23. Subject to the performance by the Petitioners of their obligations under the Plan, all obligations, contracts, agreements, leases and other arrangements to which any of the Petitioners is a party shall be and remain in full force and effect, unamended, as at the Effective Date, unless disclaimed or resiliated by the applicable Petitioner prior to the Effective Date, and no party to any such obligation or agreement shall, on or following the Effective Date, accelerate, terminate, refuse to renew, rescind, refuse to perform, or otherwise disclaim or resiliate its obligations thereunder, or enforce or exercise (or purport to enforce or exercise) any right or remedy under or in respect of any such obligation or agreement, by reason of:
- (a) any event or matter which existed or occurred on or before, and is not continuing after, the Effective Date, or which is or continues to be suspended or waived under the Plan, which would have entitled such Person to enforce those rights or remedies (including defaults or events of default arising as a result of the insolvency of the Petitioners);
  - (b) the Petitioners having sought or obtained relief or have taken steps as part of the Plan or under the CCAA;
  - (c) any default or event of default arising as a result of the financial condition or insolvency of the Petitioners prior to the Effective Date;
  - (d) the effect upon the Petitioners of completing the transactions contemplated under the Plan;
  - (e) any compromises, settlements, restructurings and releases effected pursuant to the Plan; and
  - (f) any change in the control of Sunniva arising from the Plan Implementation and issuance of the Conversion Shares, and it is hereby declared that any consent required under any such contracts, leases, agreements or other arrangements in respect of such change of control are hereby deemed satisfied.

24. As of the Effective Date, the commencement or prosecution, whether directly, derivatively or otherwise, of any demands, claims, actions, counterclaims, suits, judgments, or other remedy or recovery with respect to any indebtedness, liability, obligation, or cause of action released, discharged or terminated pursuant to the Plan, is permanently enjoined and the Petitioners are absolutely released and discharged from all indebtedness, liabilities and other obligations arising in respect of Affected Claims.
25. Subject to further order of the Court, all CCAA Charges shall continue to be in full force and effect as against the Petitioners until all obligations secured thereby are either: (i) paid in full; or (ii) otherwise secured, satisfied or arranged on terms acceptable to the Petitioners and the beneficiaries of the CCAA Charges; and in either such event, the applicable CCAA Charge shall immediately thereupon be discharged without the need for further order of the Court or action on the part of any Person.

#### **THE MONITOR**

26. As of the Effective Date, the Monitor shall be discharged and released from its duties in relation to the Petitioners, other than those obligations, duties and responsibilities necessary or required to give effect to the terms of the Plan, the Claims Process Order, and this Sanction Order.
27. The protections afforded to the Monitor pursuant to the Amended and Restated Initial Order made in these proceedings on October 19, 2020 are hereby extended and, in addition to those rights and protections afforded to the Monitor under the CCAA and the Plan, the Monitor shall incur no liability or obligation whatsoever as a result of its appointment, the carrying out of its duties or obligations in the CCAA Proceedings in relation to the Petitioner, including the discharge of its duties or obligations under the Plan and the implantation thereof, save and except any claim or liability arising out of fraud, willful misconduct or gross negligence on the part of the Monitor.
28. Upon the Monitor being satisfied that: (a) all Conditions Precedent to the Plan have been satisfied or waived, and (b) the Petitioners have paid all amounts secured by the CCAA Charges; (c) the Monitor has received sufficient funds to pay the Priority Claims and the Restricted Distributions; and (d) the Plan has been implemented, the Monitor is authorized and directed to file with the Court the Plan Implementation Certificate.
29. Upon the completion by the Monitor of its duties pursuant to the CCAA, the Plan and all applicable Orders of the Court, the Monitor is authorized and directed to apply to the Court for an order of final discharge and approval of its activities and professional fees.

### **DISCHARGE OF THE PETITIONERS FROM CCAA PROCEEDINGS**

30. As of the Effective Time, the Petitioners shall be discharged and released from the CCAA Proceedings, other than in relation to matters related to the implementation of the Plan, and the CCAA Charges shall, as against the Petitioners, be discharged.

### **AID AND RECOGNITION OF THIS SANCTION ORDER**

31. This Sanction Order shall have full force and effect in all provinces and territories of Canada, and abroad as against all Persons against whom it may otherwise be enforced.
32. THIS COURT REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunals, regulatory or administrative bodies to act in aid of and to be complementary to the Court in carrying out the terms of this Sanction Order where required. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Petitioners and to the Monitor, as an officer of the Court, as may be necessary or desirable to give effect to this Sanction Order.

### **MISCELLANEOUS**

33. Without limiting any other term of this Sanction Order, all Persons named in the Plan are hereby authorized and directed to perform their functions and fulfil their obligations as provided for in the Plan in order to facilitate the implementation of the Plan.
34. The Petitioners, the Monitor, and any other interested parties are hereby granted leave to apply to the Court for any directions or determinations required to resolve any matter or dispute relating to the Plan, this Sanction Order or the subject matter thereof and the rights and benefits thereunder, provided that no provision of this Sanction Order shall be construed to modify or impair any right, title, interest, privilege or remedy expressly provided for or reserved under the Plan.

35. Endorsement of this Order by counsel appearing on this application, other than counsel for the Petitioners, is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

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Signature of Lisa Hiebert / Ryan Laity

Party  Lawyer for the Petitioners

BY THE COURT

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REGISTRAR

**Schedule "A"**

**LIST OF COUNSEL**

<b>Name of Counsel</b>	<b>Party Represented</b>
Lisa Hiebert Ryan Laity	The Petitioners, Sunniva Inc., Sunniva Medical Inc., 11111035 Canada Inc., and 1167025 B.C. Ltd
Mary Buttery, Q.C.	The Monitor, Alvarez & Marsal Canada Inc.

**Schedule "B"**

**AMENDED CONSOLIDATED PLAN OF ARRANGEMENT AND COMPROMISE**

Please see attached.

Schedule “C”

**FORM OF PLAN IMPLEMENTATION CERTIFICATE**

No. S-2010103  
Vancouver Registry

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

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*, R.S.C. 1985, c. C-44 AND  
THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

IN THE MATTER OF SUNNIVA INC., SUNNIVA MEDICAL INC., 11111035 CANADA INC. AND  
1167025 B.C. LTD.

PETITIONERS

**MONITOR’S CERTIFICATE**

(PLAN IMPLEMENTATION)

- A. Pursuant to an Order of the Honourable Madam Justice Fitzpatrick of the Supreme Court of British Columbia (the “**Court**”) dated October 9, 2020, Alvarez & Marsal Canada Inc. was appointed monitor (and, in such capacity, the “**Monitor**”) of the Sunniva Inc., Sunniva Medical Inc., 11111035 Canada Inc., and 1167025 B.C. Ltd. (collectively, the “**Petitioners**”).
- B. Pursuant to a further Order of the Court pronounced on February 12, 2021 (the “**Sanction Order**”), the Court, among other things: (i) sanctioned and approved the Amended Consolidated Plan of Arrangement and Compromise dated January 14, 2021 concerning and involving the Petitioners (the “**Plan**”); and (ii) authorized and directed the Monitor to file with the Court this certificate confirming the implementation of the Plan.
- C. All capitalized terms used herein but not otherwise defined have the meanings set out in the Plan.

THE MONITOR HEREBY CERTIFIES the following:

- 1. The Monitor has received from the Petitioners all cash amounts required in respect of the Priority Claims and the Restricted Distribution Reserve, and will pay such amounts in accordance with the terms and conditions of the Plan.

2. The Petitioners have paid all amounts secured by the CCAA Charges.
3. All Conditions Precedent set out in the Plan are satisfied, fulfilled or waived.
4. In accordance with the terms of the Plan and the Sanction Order, the Petitioners have successfully implemented the Plan, and the Effective Date under the Plan is the date hereof.

DATED at the City of Vancouver, in the Province of British Columbia, this \_\_\_\_ day of \_\_\_\_\_, 2021.

**ALVAREZ & MARSAL CANADA INC.,**  
in its capacity as Monitor of the Petitioners, and  
not in its personal or corporate capacity:

Per:

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

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No. S-2010103  
Vancouver Registry

**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**

**AND**

**IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*, R.S.C.  
1985, c. C-44 AND THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57**

**AND**

**IN THE MATTER OF SUNNIVA INC., SUNNIVA MEDICAL INC., 11111035  
CANADA INC. AND 1167025 B.C. LTD**

**PETITIONERS**

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**NOTICE OF APPLICATION**  
**(PLAN SANCTION ORDER)**

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