

**ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY & INSOLVENCY)
[COMMERCIAL LIST]**

THE HONOURABLE

)

FRIDAY, THE 21st

JUSTICE HAINEY

)

DAY OF MAY, 2021

)

**IN THE MATTER OF THE BANKRUPTCY OF 0932293 B.C. LTD
o/a CELLICON, OF THE CITY OF ABBOTSFORD
IN THE PROVINCE OF BRITISH COLUMBIA**

**ORDER
(Administrative Relief)**

THIS MOTION, made by MNP Ltd., in its capacity as trustee (the "Trustee") of the bankruptcy estate of 0932293 B.C. Ltd. o/a Cellicon ("Cellicon") for an order, *inter alia*:

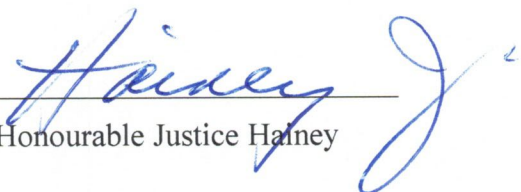
1. approving the first report of the Trustee dated May 21, 2021 (the "First Report") the confidential supplement to the first report of the Trustee dated May 19, 2021 (the "Confidential Supplement"), as well as the activities of the Trustee described therein;
2. approving the fees and disbursements of the Trustee and its counsel; and
3. sealing the Confidential Supplement,

was heard virtually by "Zoom" videoconference on this day in Toronto, Ontario.

ON READING the First Report, the affidavit of the Trustee as to its fees and disbursements appended to the First Report (the "Trustee Fee Affidavit") and the bill of costs of counsel to the Trustee appended to the First Report and approved by the estate inspectors (the "Counsel Bill of Costs"), and on hearing the submissions of counsel for the Trustee and such other counsel as listed

on the counsel slip, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Amanda Adamo sworn May 12, 2021, filed:

1. THIS COURT ORDERS that the First Report and the Confidential Supplement, and activities of the Trustee described therein, as well as the Trustee's interim statement of receipt and disbursements included in the First Report, are hereby approved.
2. THIS COURT ORDERS that the fees and disbursements of the Trustee as described in the Trustee Fee Affidavit are hereby approved.
3. THIS COURT ORDERS that the fees and disbursements of counsel to the Trustee as described in the Counsel Bill of Costs and approved by the estate inspectors are hereby taxed and approved.
4. THIS COURT ORDERS that, upon the closing of the Main Transaction (*as defined in the First Report*) and as soon as practical thereafter, the Trustee be and is hereby authorized to distribute to counsel to the stalking horse bidder, the Operator Group (*as defined in the First Report*), the break fee amount of \$50,000 and the costs amount of \$50,000.
5. THIS COURT ORDERS that the Confidential Supplement is hereby sealed pending completion of the transactions described in the First Report or further order of this Court.
6. THIS COURT ORDERS that this order is effective from today's date and is enforceable without the need for entry and filing.


The Honourable Justice Hailey

**IN THE MATTER OF THE BANKRUPTCY OF 0932293 B.C. LTD
o/a CELLICON, OF THE CITY OF ABBOTSFORD
IN THE PROVINCE OF BRITISH COLUMBIA**

Court / Estate File No. 31-2714011

**ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY & INSOLVENCY)
[COMMERCIAL LIST]**

Proceedings commenced at Toronto

ORDER
(Administrative Relief)

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