

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
14428552 CANADA INC., EVE & CO INCORPORATED AND EVE & CO
INTERNATIONAL HOLDINGS LTD.

(each an "Applicant" and collectively, the "Applicants")

MOTION RECORD
(Returnable November 30, 2022 at 9:30 a.m.)

November 25, 2022

THORNTON GROUT FINNIGAN LLP
TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Leanne M. Williams (LSO# 41877E)
Email: lwilliams@tgf.ca
Tel: (416) 304-0060

Alexander Soutter (LSO# 72403T)
Email: asoutter@tgf.ca
Tel: (416) 304-0595

Lawyers for the Court-appointed Monitor,
BDO Canada Limited.

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

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
14428552 CANADA INC., EVE & CO INCORPORATED AND EVE & CO
INTERNATIONAL HOLDINGS LTD.**

(each an "Applicant" and collectively, the "Applicants")

INDEX

TAB	DOCUMENT
1	Notice of Motion returnable November 30, 2022
2	Fifth Report of the Monitor dated November 25, 2022
APPENDIX "A"	Approval and Vesting Order dated October 7, 2022
APPENDIX "B"	Monitor's Certificate dated November 25, 2022 regarding the M4 Transaction
APPENDIX "C"	Letter from Trisura Guarantee Insurance Company to Canada Revenue Agency dated November 27, 2020
APPENDIX "D"	Affidavit of Stephen Cherniak sworn November 24, 2022
APPENDIX "E"	Affidavit of Leanne M. Williams sworn November 24, 2022
3	Draft Distribution and Termination Order

TAB 1

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

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
14428552 CANADA INC., EVE & CO INCORPORATED AND EVE & CO
INTERNATIONAL HOLDINGS LTD.**

(each an "Applicant" and collectively, the "Applicants")

NOTICE OF MOTION

BDO CANADA LIMITED, in its capacity as Court-appointed monitor (the "**Monitor**") of the Applicants, will make a motion before the Honourable Justice Osborne of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") on November 30, 2022 at 9:30 a.m., or as soon after that time as the motion may be heard, at Toronto, Ontario. Please advise if you intend to join the hearing by email to Leanne M. Williams at lwilliams@tgf.ca.

PROPOSED METHOD OF HEARING: The motion is to be heard:

- In writing under subrule 37.12.1 (1) because it is (*insert one of* on consent, unopposed *or* made without notice);
- In writing as an opposed motion under subrule 37.12.1 (4);
- In person;
- By telephone conference;
- By video conference, via Zoom, the details of which will be provided by the Court via CaseLines.

THE MOTION IS FOR:

1. A Distribution and Termination Order, substantially in the form included at Tab 3 of the Motion Record:

- (a) approving the Fifth Report of the Monitor dated November 25, 2022 (the “**Fifth Report**”) and the actions and activities of the Monitor described therein;
- (b) authorizing and directing the Monitor to make certain distributions from the Funds on Hand (as defined herein) as a result of the completion of the M4 Transaction;
- (c) increasing the Administration Charge to \$1,000,000;
- (d) approving the professional fees and disbursements of the Monitor and its independent counsel, Thornton Grout Finnigan LLP (“**TGF**”), for the period ended November 23, 2022;
- (e) terminating these CCAA Proceedings and discharging the Monitor upon the service on the service list of a certificate (the “**Termination Certificate**”) by the Monitor;
- (f) extending the Stay Period until the service of the Termination Certificate or such other date as may be ordered by the Court; and
- (g) such other and further relief as this Honourable Court deems necessary.

2. Terms used and not otherwise defined herein shall have the meanings assigned to them in the Fifth Report.

THE GROUNDS FOR THE MOTION ARE:

Background

3. The Applicant, Eve & Co Incorporated (“**Eve**”), is a publicly-traded corporation listed on the TSX Venture exchange under the symbol ‘EVE’ and maintains its registered head office at 2941 Napperton Drive, Strathroy, Ontario, N7G 3H8 (the “**Real Property**”).

4. Eve does not directly hold any tangible assets, but wholly owned the Applicant, Natural Medco Ltd. (“**NMC**”), a licensed producer of cannabis in accordance with the *Cannabis Act* and the *Cannabis Regulations* and the operating entity of the Applicants. NMC owns the Applicants’ primary asset, a 1,000,000 sq. ft. greenhouse facility located on the Real Property.

5. The Eve group initiated proceedings (the “**CCAA Proceedings**”) under the *Companies’ Creditors Arrangement Act* (“**CCAA**”) on March 25, 2022 which, among other things, provided protection to the Applicants under the CCAA and appointed BDO Canada Limited (“**BDO**”) as Monitor.

6. On April 1, 2022, the Court granted an Amended and Restated Initial Order (the “**Amended and Restated Initial Order**”) that, among other things:

- (a) confirmed and extended the appointment of BDO as Monitor;
- (b) authorized the full amount of the DIP Loan from the DIP Lender, with borrowings not to exceed \$2,200,000;
- (c) increased the Administration Charge to the maximum amount of \$500,000; and
- (d) increased the DIP Charge to the maximum amount of \$2,200,000.

7. The Administration Charge and the DIP Charge rank in priority to the security of Royal Bank of Canada (“**RBC**”) and the security of Brian Van Engelen and Joanne Van Engelen (the “**Van Engelens**”).

8. On April 1, 2022, the Court also granted an order (“**Sale Process Approval Order**”) approving, among other things, a sale and investment solicitation process in respect of the Applicants’ business and assets (“**Sale Process**”).

9. The Monitor, in conjunction with the Applicants, conducted the Sale Process in accordance with the Sale Process Approval Order in which the bid received from M4 Group Holdings Inc. (“**M4**” or the “**Purchaser**”) was selected as the preferred bid.

10. Pursuant to the terms of the Share Purchase Agreement (the “**SPA**”) with M4, Eve as vendor agreed to sell the shares of NMC (the “**Shares**”) to the Purchaser and vest certain excluded assets, liabilities and contracts in and to a newly incorporated entity, 14428552 Canada Inc. (“**ResidualCo**”).

11. On October 7, 2022, the Court granted an Order (the “**Approval and Vesting Order**”) that among other things:

- (a) approved the SPA and the M4 Transaction and authorized the Applicants to perform their obligations under the SPA;
- (b) provided for the vesting of the Shares in and to the Purchaser upon the delivery of a certificate of the Monitor and the vesting of the excluded assets, contracts and liabilities in and to ResidualCo;

- (c) added ResidualCo as an Applicant to the CCAA Proceedings and removed NMC upon the closing of the M4 Transaction;
- (d) enhanced the Monitor's powers with respect to ResidualCo; and
- (e) extended the Stay Period to November 30, 2022 to permit the Applicants and M4 to complete the M4 Transaction.

Proposed Distributions

12. The M4 Transaction was completed on November 25, 2022. The funds available for distribution are approximately \$15 million (the "**Funds on Hand**").

13. The Monitor seeks the Court's authorization to distribute the Funds on Hand as follows (collectively, the "**Proposed Distributions**"):

- (a) to CRA in the approximate amount of \$298,000 in full satisfaction of the CRA Property Claim (as defined in the Fifth Report), with the exact amount determined by a claim to be submitted by CRA and reviewed by the Monitor;
- (b) to the DIP Lender in the amount of \$2,900,964, plus a *per diem* rate of \$871 from November 30, 2022 in full satisfaction of the DIP Loan;
- (c) to the Van Engelens – \$75,000; and
- (d) the balance of the Funds on Hand, less the amounts paid under the Administration Charge, and any residual funds that flow to the Monitor pursuant to the M4 Transaction, to RBC, but not to exceed RBC's secured indebtedness.

14. RBC and the Van Engelens will incur a shortfall on their secured indebtedness. Accordingly, there will be no distribution to unsecured creditors of the Applicants or shareholders of the Applicants.

Increase to the Administration Charge

15. Due to the Applicants' negative cash flow, no professional fees have been paid since May 2022. In the course of the ongoing CCAA Proceedings, including conducting the Sale Process and closing the M4 Transaction, the unpaid professional fees currently exceed the Administration Charge of \$700,000. The Applicants are seeking an increase in the Administration Charge to \$1,000,000.

16. The Monitor believes that the increase in the quantum of the Administration Charge is reasonable in the circumstances based upon a review and assessment of the professional costs incurred and to be incurred during this matter through to the completion of these proceedings.

17. RBC, the creditor who is affected by this increase, has advised that it consents to the increase in the Administration Charge.

Approval of Fees and Disbursements

18. In performing their duties pursuant to the Initial Order, the Monitor and its counsel have incurred the fees and disbursements detailed in the Fifth Report. The Monitor respectfully submits that its fees and disbursements, and those of its counsel, are reasonable in the circumstances and have been validly incurred in accordance with the provisions of the Initial Order.

19. The Monitor estimates that the total fees and disbursements of the Monitor and its counsel to the termination of the CCAA Proceedings should not exceed \$40,000, plus disbursements and taxes.

20. The Monitor requests the Court's approval of such fees and disbursements.

Extension of Stay Period and Termination of CCAA Proceedings

21. The Monitor requests that the CCAA Proceedings be terminated upon the service of the Termination Certificate on the service list. This will maximize the efficiency and minimize the costs of the remainder of the CCAA Proceedings.

22. The Monitor believes that the creditors would not be prejudiced by the granting of the stay extension, and that the Applicants have been and are acting in good faith and with due diligence.

Other Grounds

23. Rules 1.04, 1.05, 2.03, 3.02, 16, and 37, 38, 39 of the *Rules of Civil Procedure* (Ontario), R.R.O. 1990, Reg. 194; and

24. Such further and other grounds as counsel may advise and this Honourable Court may permit.

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

25. the Fifth Report; and

26. such further and other evidence as counsel may advise and this Honourable Court may permit.

November 25, 2022

Thornton Grout Finnigan LLP
TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Leanne M. Williams (LSO# 41877E)
Email: lwilliams@tgf.ca
Tel: (416) 304-0060

Alexander Soutter (LSO# 72403T)
Email: asoutter@tgf.ca
Tel: (416) 304-0595

Lawyers for the Court-appointed Monitor,
BDO Canada Limited

TO: THIS HONOURABLE COURT
AND TO: THE SERVICE LIST

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 14428552 CANADA INC., EVE & CO INCORPORATED
AND EVE & CO INTERNATIONAL HOLDINGS LTD.

Court File No. CV-22-00678884-00CL

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

Proceedings commenced at Toronto, Ontario

NOTICE OF MOTION

Thornton Grout Finnigan LLP

TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Leanne M. Williams (LSO# 41877E)

Email: lwilliams@tgf.ca

Tel: (416) 304-0060

Alexander Soutter (LSO# 72403T)

Email: asoutter@tgf.ca

Tel: (416) 304-0595

Lawyers for the Court-appointed Monitor,
BDO Canada Limited

SERVICE LIST
(as at November 16, 2022)

TO:	<p>MILLER THOMSON LLP Scotia Plaza 40 King Street West, Suite 5800 P.O. Box 1011 Toronto, ON M5H 3S1</p> <p>David S. Ward 416.595.8625 dward@millertomson.com</p> <p>Larry Ellis 416.595.8639 lellis@millertomson.com</p> <p>Erin Craddock 416.959.8631 ecraddock@millertomson.com</p> <p>Monica Faheim 416 597 6087 mfaheim@millertomson.com</p> <p>Counsel for the Applicants</p>
AND TO:	<p>THORNTON GROUT FINNIGIAN LLP Suite 3200, 100 Wellington Street West P.O. Box 329, Toronto-Dominion Centre Toronto, ON M5K 1K7</p> <p>Leanne Williams 416.304.0060 lwilliams@tgf.ca</p> <p>Alexander Soutter 416.304.0595 asoutter@tgf.ca</p> <p>Counsel for the Court-appointed Monitor (BDO Canada Limited)</p>

AND TO:	<p>BDO CANADA LIMITED 633 Colborne Street, Suite 230 London, ON N6B 2V3</p> <p>Stephen Cherniak 519.660.2666 scherniak@bdo.ca</p> <p>David Flett 519.660.2666 dflett@bdo.ca</p> <p>Court-appointed Monitor</p>
AND TO:	<p>AIRD & BERLIS LLP Brookfield Place 181 Bay Street, Suite 1800 Toronto, ON M5J 2T9</p> <p>Kyle Plunkett 416.865.3406 kplunkett@airdberlis.com</p> <p>Counsel for the DIP Lender, Deans Knight Private Credit Limited Partnership, and DK Strategic Yield U.S. GP LLC, as General Partner of DK Strategic Yield Master Trust Limited Partnership DIP Lender</p>
AND TO:	<p>HARRISON PENZA LLP 450 Talbot Street London, ON N6A 5J6</p> <p>Tim Hogan 519.661.6743 thogan@harrisonpensa.com</p> <p>Rob Danter 519.850.5583 rdanter@harrisonpensa.com</p> <p>Counsel for Royal Bank of Canada</p>

AND TO:	SCOTT PETRIE LLP 252 Pall Mall St #200 London, ON N6A 5P6 Ben Blay 519.433.5310 ext. 223 bblay@scottpetrie.com Counsel for Bryan and Joanne Van Engelen
AND TO:	TRISURA GUARANTEE INSURANCE COMPANY 333 Bay Street Suit 1610, Box 22 Toronto, ON M5H 2R2 Stuart M. Detsky <i>Vice President, Surety & Warranty Claims</i> 416.607.2165 stuart.detsky@trisura.com info@trisura.com
AND TO:	MERIDIAN ONECAP CREDIT CORP. 204 – 3185 Willingdon Green Burnaby, BC V5G 4P3 <i>Mailing address:</i> PO Box 30597 RPO Madison Burnaby, BC V5C 6J5 collections@meridianonecap.ca Client.Service@meridianonecap.ca
AND TO:	SALT CAPITAL INC. O/A CAPITAL NOW CANNABIS #121, 234-5149 Country Hills Blvd NW Calgary, AB T3A 5K8 Joshua Reynolds , President 1.800.789.9611 joshua@capitalnowcannabis.com Luke Duri Director of Credit and Collections luke@capitalnow.ca

AND TO:	TOWNSHIP OF ADELAIDE METCALFE 2340 Egremont Drive, RR #5 Strathroy, ON N7G 3H6 Morgan Calvert, CAO mcalvert@adelaidemetcalfe.on.ca Johnny Pereira <i>Treasurer</i> jpereira@adelaidemetcalfe.on.ca
AND TO:	MIDDLESEX COUNTY – BARRISTER & SOLICITOR’S OFFICE Middlesex County Building 399 Ridout Street North London, ON N6A 2P1 David Samuels <i>Legal Counsel, Municipal Prosecutor</i> 519.434.7321 ext. 2269 dsamuels@middlesex.ca Counsel to the Township of Adelaide Metcalfe
AND TO:	WIGLE VENCE PARALEGAL SERVICES PROFESSIONAL CORPORATION 1439 Kingston Road Toronto, Ontario M1N 1R4 Janet L. Wigle-Vence 416.690.9445 Janet@WVPS-PC.ca Counsel for Mathews Equipment Limited o/a Herc Rentals
AND TO:	UNIVERSAL FABRICATING 1956 Settrington Drive Kingsville ON N9Y 2E5 Neil Harms, General Manager 519.326.1333 Ext. 210 neil@universal-fab.com Abe Wiebe abew@universal-fab.com

AND TO:	ATTORNEY GENERAL CANADA Department of Justice Canada Ontario Regional Office, Tax Law Section 120 Adelaide Street West, Suite 400 Toronto, ON M5H 1T1 Diane Winters 647.256.7459 Diane.winters@justice.gc.ca Lawyers for the Minister of National Revenue
AND TO:	MINISTRY OF FINANCE (ONTARIO) Legal Services Branch 777 Bay Street, 11 th Floor Toronto, ON M5G 2C8 Insolvency.unit@ontario.ca
AND TO:	OFFICE OF THE SUPERINTENDENT OF BANKRUPTCY – CCAA Team 300 Georgia Street W, Suite 2000 Vancouver, B.C. V6B 6E1 osbccaa-laccbsf@ised-isde.gc.ca
AND TO:	OFFICE OF THE SUPERINTENDENT OF BANKRUPTCY CANADA 151 Yonge Street, 4th Floor Toronto, ON M5C 2W7 ccaa_lacc@ic.gc.ca

EMAIL SERVICE LIST

dward@millerthomson.com; lellis@millerthomson.com; ecraddock@millerthomson.com;
mfaheim@millerthomson.com; lwilliams@tgf.ca; asoutter@tgf.ca; scherniak@bdo.ca;
dflett@bdo.ca; kplunkett@airdberlis.com; thogan@harrisonpensa.com;
rdanter@harrisonpensa.com; bblay@scottpetrie.com; stuart.detsky@trisura.com;
info@trisura.com; collections@meridianonecap.ca; Client.Service@meridianonecap.ca;
luke@capitalnow.ca; joshua@capitalnowcannabis.com;
mcalvert@adelaidemetcalfe.on.ca; jpereira@adelaidemetcalfe.on.ca;
neil@universal-fab.com; abew@universal-fab.com; Diane.winters@justice.gc.ca;
Insolvency.unit@ontario.ca; dsamuels@middlesex.ca; Janet@WVPS-PC.ca;
osbcaa-laccbsf@ised-isde.gc.ca; ccaa_lacc@ic.gc.ca

TAB 2

**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
14428552 CANADA INC., EVE & CO INCORPORATED AND EVE & CO
INTERNATIONAL HOLDINGS LTD.**

(each an “Applicant” and collectively, the “Applicants”)

**FIFTH REPORT OF THE MONITOR
NOVEMBER 25, 2022**

INTRODUCTION.....	3
PURPOSE	5
TERMS OF REFERENCE	5
BACKGROUND	6
APPLICANTS’ OPERATIONS SINCE THE APPROVAL AND VESTING ORDER	6
MONITOR’S ACTIVITIES SINCE THE APPROVAL AND VESTING ORDER	7
APPLICANTS’ RECEIPTS AND DISBURSEMENTS SINCE THE APPROVAL AND VESTING ORDER.....	7
INCREASE TO ADMINISTRATION CHARGE.....	7
THE M4 TRANSACTION.....	8
PROPOSED DISTRIBUTION	8
Priority Charges	8
Secured Creditors.....	9
Canada Revenue Agency	10
Funds to be Disbursed.....	10
APPROVAL OF FEES AND DISBURSEMENTS.....	10
EXTENSION OF STAY PERIOD	11
CONCLUSIONS AND RECOMMENDATIONS.....	11

Appendices

Appendix “A” - Approval and Vesting Order dated October 7, 2022

Appendix “B” - Monitor’s Certificate dated November 25, 2022 regarding the M4 Transaction

Appendix “C” - Letter from Trisura Guarantee Insurance Company to Canada Revenue Agency dated November 27, 2020

Appendix “D” - Affidavit of Stephen Cherniak sworn November 24, 2022

Appendix “E” - Affidavit of Leanne M. Williams sworn November 24, 2022

INTRODUCTION

1. On March 25, 2022, the Court heard an application by the Applicants (the “**CCAA Proceedings**”) for an initial order pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (“**CCAA**”). Among other things, the Applicants sought a stay of proceedings to allow them an opportunity to restructure their business and affairs or effect a sale transaction.
2. BDO Canada Limited (“**BDO**”), as Proposed Monitor, prepared a report dated March 24, 2022 (the “**Proposed Monitor’s Report**”) to provide information to this Court for its consideration in respect of the Applicants’ CCAA Application.
3. On March 25, 2022 (the “**Filing Date**”), the Court granted an initial order (the “**Initial Order**”) that, among other things, appointed BDO as monitor of the Applicants in these CCAA Proceedings (in such capacity, the “**Monitor**”), approved a stay of proceedings until April 4, 2022 (the “**Stay Period**”), approved certain Court-ordered charges, and approved the interim financing facility (the “**DIP Loan**”) to be provided by Deans Knight Private Credit GP Inc., as General Partner of Deans Knight Private Credit Limited Partnership and DK Strategic Yield U.S. GP LLC, as General Partner of DK Strategic Yield Master Trust Limited Partnership (the “**DIP Lender**”) and an initial charge in favour of the DIP Lender in the amount of \$1.2 million (the “**DIP Charge**”).
4. BDO prepared a report dated March 31, 2022 to provide information to this Court for its consideration in respect of the Applicants’ motion for, among other things an extension of the Stay Period to August 26, 2022, an increase in the Administration Charge and DIP Charge, and approval of a Sales and Investment Solicitation Process (the “**SISP**”).
5. On April 1, 2022, the Court granted an Amended and Restated Initial Order (the “**Amended and Restated Initial Order**”) that among other things:
 - a. extended the Stay Period to August 26, 2022;
 - b. confirmed and extended the appointment of BDO as Monitor;
 - c. authorized the full amount of the DIP Loan from the DIP Lender, with borrowings not to exceed \$2,200,000;
 - d. increased the Administration Charge to the maximum amount of \$500,000; and
 - e. increased the DIP Charge to the maximum amount of \$2,200,000.

The Administration Charge and the DIP Charge rank in priority to the security of Royal Bank of Canada (“**RBC**”) and the security of Brian Van Engelen and Joanne Van Engelen (the “**Van Engelens**”).

6. On April 1, 2022, the Court also granted the Sale Process Approval Order (the “**Sale Process Approval Order**”) authorizing the commencement of the SISP as fully described in Schedule “A” to the Sale Process Approval Order.

7. BDO prepared a report dated August 25, 2022 (the “**Monitor’s Second Report**”) to provide information to this Court for its consideration in respect of the Applicants’ motion for, among other things an extension of the Stay Period to September 30, 2022 and an increase in the Administration Charge and the DIP Charge.
8. On August 26, 2022, the Court granted an Order (the “**Stay Extension Order**”) that among other things:
 - a. extended the Stay Period to September 30, 2022;
 - b. authorized the full amount of the DIP Loan from the DIP Lender, with borrowings not to exceed \$2,800,000;
 - c. increased the Administration Charge to the maximum amount of \$700,000; and
 - d. increased the DIP Charge to the maximum amount of \$2,800,000.
9. BDO prepared a report dated September 28, 2022 (the “**Monitor’s Third Report**”) to provide information to this Court for its consideration in respect of the Applicants’ motion for, among other things, a further extension of the Stay Period to October 7, 2022.
10. On September 29, 2022, the Court granted an Order (the “**Further Stay Extension Order**”) that, among other things, extended the Stay Period to October 7, 2022 to permit the Applicants to finalize the Share Purchase Agreement (the “**SPA**”) for the acquisition of the shares (the “**Shares**”) of Natural Medco Ltd. (“**NMC**”) by M4 Group Holdings Inc., (“**M4**” or the “**Purchaser**”), as described in the Monitor’s Third Report.
11. BDO prepared a report dated October 5, 2022 (the “**Monitor’s Fourth Report**”) to provide information to this Court for its consideration in respect of the Applicants’ motion for, among other things, the approval of the SPA between Eve as the Vendor (the “**Vendor**”) and M4, and the transactions contemplated thereby (collectively the “**M4 Transaction**”) and a further extension of the stay period to November 30, 2022.
12. BDO also prepared a Confidential Appendix dated October 5, 2022 (the “**Confidential Appendix**”) containing details of bids received in the SISP and the Monitor’s financial analysis of the M4 Transaction.
13. On October 7, 2022, the Court granted an Order (the “**Approval and Vesting Order**”), a copy of which is attached as **Appendix “A”**, that among other things:
 - a. approved the SPA and the M4 Transaction and authorized the Applicants to perform their obligations under the SPA;
 - b. provided for the vesting of the Shares in and to the Purchaser upon the delivery of a certificate of the Monitor and the vesting of the excluded assets, contracts and liabilities in and to a company to be incorporated (“**ResidualCo**”);

- c. added 14428552 Canada Inc. (“**ResidualCo**”) as an Applicant to the CCAA Proceedings and removed NMC upon the closing of the M4 Transaction;
 - d. enhanced the Monitor’s powers with respect to ResidualCo; and
 - e. extended the Stay Period to November 30, 2022 to permit the Applicants and M4 to complete the M4 Transaction.
14. On October 7, 2022, the Court also granted an Order (the “**Ancillary Order**”) that among other things approved the Monitor’s Fourth Report and sealed the Confidential Appendix, pending completion of the M4 Transaction.

PURPOSE

15. The purpose of this Fifth Report is to provide information with respect to the Monitor’s motion for an Order (the “**Distribution and Discharge Order**”):
- a. approving this Fifth Report and the actions and activities of the Monitor described herein;
 - b. authorizing and directing the Monitor to make certain distributions from the Funds on Hand (as defined below) as a result of the completion of the M4 Transaction;
 - c. increasing the Administration Charge to \$1,000,000;
 - d. approving the fees and disbursements of the Monitor and its independent counsel, Thornton Grout Finnigan LLP (“**TGF**”);
 - e. terminating these CCAA Proceedings and discharging the Monitor upon the service on the service list of a certificate (the “**Termination Certificate**”) by the Monitor; and
 - f. extending the Stay Period until the service of the Termination Certificate or such other date as may be ordered by the Court.

TERMS OF REFERENCE

16. In preparing this Report and making the comments herein, the Monitor has been provided with, and has relied upon, unaudited financial information, books and records prepared by the Applicants, discussions with management of the Applicants (“**Management**”), and information from other third-party sources (collectively, the “**Information**”). Except as described in this Fifth Report in respect of the Cash Flow Forecast:
- a. the Monitor has reviewed the Information for reasonableness, internal consistency and use in the context in which it was provided. However, the Monitor has not audited or otherwise attempted to verify the accuracy or completeness of such information in a manner that would wholly or partially comply with Generally

Accepted Assurance Standards (“GAAS”) pursuant to the Chartered Professional Accountants Canada Handbook and, accordingly, the Monitor expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information; and

- b. some of the information referred to in this Report consists of forecasts and projections. An examination or review of the financial forecast and projections, as outlined in the Chartered Professional Accountants Canada Handbook, has not been performed.
17. Future oriented financial information referred to in this Report was prepared based on Management’s estimates and assumptions. Readers are cautioned that since projections are based upon assumptions about future events and conditions that are not ascertainable, the actual results will vary from the projections, even if the assumptions materialize, and the variation could be significant.
18. Unless otherwise indicated, the Monitor’s understanding of factual matters expressed in this Report concerning the Applicants and their business is based on the Information, and not independent factual determinations made by the Monitor.
19. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian dollars.

BACKGROUND

20. The Applicant, Eve & Co Incorporated (“Eve”), is a publicly-traded corporation listed on the TSX Venture exchange under the symbol ‘EVE’ and maintains its registered head office at 2941 Napperton Drive, Strathroy, Ontario, N7G 3H8 (the “**Real Property**”).
21. Eve does not directly hold any tangible assets, but wholly owned the Applicant, NMC, which is a licensed producer of cannabis in accordance with the *Cannabis Act* and the *Cannabis Regulations* and the operating entity of the Applicants. NMC owns the Applicants’ primary asset, a 1,000,000 square foot greenhouse facility located on the Real Property.
22. Pursuant to the terms of the SPA, the Vendor agreed to sell the Shares to the Purchaser and vest certain excluded assets, liabilities and contracts in and to ResidualCo.

APPLICANTS’ OPERATIONS SINCE THE APPROVAL AND VESTING ORDER

23. The Applicants have continued operations with a reduced staff of six employees and continued to fill orders and collect accounts receivable from provincial customers. In addition, the Applicants completed two bulk sale orders totaling 149 kg, to a customer in Germany. The orders were largely prepaid by a deposit received from the customer on November 26, 2021.

MONITOR'S ACTIVITIES SINCE THE APPROVAL AND VESTING ORDER

24. Since the granting of the Approval and Vesting Order, the Monitor, among other things, has:
 - a. assisted the Applicants with stakeholder communications;
 - b. responded to calls, e-mails and letters received from creditors, employees, shareholders and other parties with respect to these CCAA Proceedings; and
 - c. reviewed the receipts and disbursements of the Applicants and prepared weekly cash flow statements for RBC, the Applicants' first secured lender, in accordance with the Amended and Restated Initial Order.
25. Since the granting of the Initial Order, the Monitor has posted the Court materials to its website at <https://www.bdo.ca/en-ca/extranets/eve-co-incorporated-and-natural-medco-ltd/>.

APPLICANTS' RECEIPTS AND DISBURSEMENTS SINCE THE APPROVAL AND VESTING ORDER

26. The Monitor's Fourth Report included the Applicants' cash flow projection for the 8-week period from October 2, 2022 to November 26, 2022 (the "**Cash Flow Period**").
27. During the Cash Flow Period, the Applicants' actual cash receipts were materially less than projected and the Applicants experienced negative cash flow. In order to sustain operations, and in accordance with the SPA, M4 advanced \$113,000 to the Applicants during the week ended November 5, 2022 to sustain operations.

INCREASE TO ADMINISTRATION CHARGE

28. The Amended and Restated Initial Order provided for an Administration Charge up to a maximum amount of \$500,000 in favour of counsel to the Applicants, the Monitor and the Monitor's independent counsel (collectively, the "**Professionals**"), as security for the professional fees and disbursements incurred prior to and after the commencement of the CCAA Proceedings. Pursuant to the Stay Extension Order, the Administration Charge was increased to \$700,000 as the Applicants were unable to pay its counsel or the Monitor and its counsel in accordance with the cash flow.
29. Due to the Applicants' negative cash flow, no professional fees have been paid since May 2022. In the course of the ongoing CCAA Proceedings, including conducting the SISP and closing the M4 Transaction, the unpaid professional fees of the Professionals currently exceed the Administration Charge. The Applicants are seeking an increase to the Administration Charge to \$1,000,000.
30. The Monitor believes that the increase in the quantum of the Administration Charge is reasonable in the circumstances based upon a review and assessment of the professional costs incurred and to be incurred during this matter through to the completion of these

proceedings. It is anticipated that, even with the increase, the professionals will not be fully paid in these CCAA Proceedings.

31. RBC, the creditor who is affected by this increase, has advised that it consents to the increase in the Administration Charge.

THE M4 TRANSACTION

32. The Approval and Vesting Order authorized the Vendor and the Purchaser, with the approval of the Monitor, to amend and restate the SPA to provide for the acquisition of (i) the Shares by 1000329358 Ontario Inc. (the “**Nominee**”), as nominee of M4, and, (ii) the Real Property by M4 (collectively, the “**Purchased Assets**”). The parties entered into an amended and restated share purchase agreement dated as of November 23, 2022 (the “**Amended and Restated SPA**”) to effect this change.
33. As described in the Monitor’s Fourth Report, the M4 Transaction was scheduled to close on November 7, 2022, with an outside closing date of November 15, 2022. Due to unforeseen issues with M4’s U.S. based lender, the closing date was delayed. The M4 Transaction was completed on November 25, 2022 in accordance with the Amended and Restated SPA. A copy of the Monitor’s Certificate delivered to the Purchaser is attached as **Appendix “B”**.
34. The total purchase price for the Purchased Assets was \$15,800,000. The following adjustments were made on the closing of the M4 Transaction:
 - a. Credit to the Vendor for M4’s pro-rated portion of the insurance policy premium from the date of execution of the SPA, being September 29, 2022, to November 24, 2022, in the amount of \$65,665.99; and
 - b. Credit to the Vendor for the Applicants’ cash balance at the date of execution of the SPA in the amount of \$127,687.97.
35. Upon closing of the M4 Transaction, which included the conveyance of the Real Property from NMC to the Nominee, \$553,777.62 was directed to the Township of Adelaide Metcalfe in respect of outstanding property taxes, penalties and interest.

PROPOSED DISTRIBUTION

36. Including the initial M4 deposit of \$100,000 that was paid to the Monitor, and funds received from proceeds of the M4 Transaction, the net proceeds currently available for distribution are approximately \$15 million (the “**Funds on Hand**”).

Priority Charges

37. The Stay Extension Order increased the Administration Charge to a maximum of \$700,000 (which the Monitor seeks to increase to \$1,000,000) and the DIP Charge to maximum principal borrowings of \$2,800,000. Pursuant to the Amended and Restated Initial Order,

both charges rank in priority to the security of RBC and the Van Engelens. The Initial Order also granted a Director's Charge in the amount of \$150,000 ranking in priority behind the security of RBC and the Van Engelens.

38. The Applicants' borrowings under the DIP Loan are \$2,650,000, exclusive of interest and fees. The DIP Lender provided a payout statement as of November 30, 2022, which was reviewed and approved by the Monitor. The balance owing is \$2,928,905.01 as at November 30, 2022 with a per diem rate of \$871.23. The Monitor requests the authority to repay the DIP Loan in full from the Funds on Hand.

Secured Creditors

39. The Monitor received a legal opinion from its real estate counsel, Torkin Manes, confirming, subject to the usual assumptions and qualifications of an opinion of such nature, that the mortgage granted by RBC to NMC over the Real Property (the "**Mortgage**") registered as Instrument No. ER1225054 constitutes a first fixed and specific charge of the Real Property against which the Mortgage is registered.
40. RBC has advised the Monitor that NMC is indebted to RBC on account of principal, interest and professional fees as at November 22, 2022 in the amount of \$17,452,673.61 (the "**RBC Indebtedness**").
41. The Monitor received a legal opinion from its counsel, TGF, confirming, subject to the usual assumptions and qualifications of an opinion of such nature, that the general security agreement (the "**GSA**") constitutes a valid and binding obligation of NMC to the Van Engelens and the security interests granted to the Van Engelens in the personal property of NMC under the GSA appear to have been properly registered under the *Personal Property Security Act* (Ontario) (the "**PPSA**").
42. There is one registration under the PPSA prior in time to the registration of the Van Engelens in favour of Trisura Guarantee Insurance Company ("**Trisura**"). The Company has provided a letter from Trisura to Canada Revenue Agency dated November 27, 2020, a copy of which is attached as **Appendix "C"**, indicating their request to cancel the surety bond provided to NMC. It is our understanding that there are no amounts owing to Trisura and that this PPSA registration should be discharged.
43. The Van Engelens have advised the Monitor that NMC is indebted to them on account of principal, interest and professional fees as at November 25, 2022 in the amount of \$1,017,798.82 (the "**Van Engelens Indebtedness**").
44. The Monitor has been advised by counsel to RBC and to the Van Engelens that they have settled on a distribution of \$75,000 to the Van Engelens with the balance remaining to go to RBC. This settlement takes into account that the Purchaser had not provided an allocation of the proceeds of sale between real property and personal property but acknowledged that the sale price was primarily based on the value of the Real Property.

Canada Revenue Agency

45. At the Filing Date, the Applicants had unpaid source deductions owing to Canada Revenue Agency (“CRA”) in the approximate amount of \$206,660. In addition, the Applicants incurred additional, post Filing Date arrears of \$91,323. Accordingly, CRA has a potential property claim in the approximate amount of \$298,000 (the “CRA Property Claim”), which would stand in priority to the Court-ordered Charges and the Applicants’ secured creditors.

Funds to be Disbursed

46. The Monitor seeks the authorization of the Court to distribute the Funds on Hand as follows (collectively, the “Proposed Distributions”):
- a. to CRA in the approximate amount of \$298,000 in full satisfaction of the CRA Property Claim, with the exact amount determined by a claim to be submitted by CRA and reviewed by the Monitor;
 - b. to the DIP Lender in the amount of \$2,928,905.01, plus a per diem rate of \$871.23 from November 30, 2022, in full satisfaction of the DIP Loan;
 - c. to the Van Engelens in the amount of \$75,000; and
 - d. the balance of the Funds on Hand, less the payment to the Professionals under the Administration Charge, and any residual funds that flow to the Monitor pursuant to the M4 Transaction, to RBC, but not to exceed the secured indebtedness to RBC.
47. RBC and the Van Engelens will incur a shortfall on their secured indebtedness. Accordingly, there will be no distribution to unsecured creditors of the Applicants or shareholders of the Applicants. The Monitor seeks this Court’s authorization to make the Proposed Distributions.

APPROVAL OF FEES AND DISBURSEMENTS

48. Pursuant to paragraph 30 of the Amended and Restated Initial Order states:

THIS COURT ORDERS THAT the Monitor and its legal counsel shall pass their accounts from time to time, and for this purpose the accounts of the Monitor and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

49. The Monitor and the Monitor’s counsel have maintained detailed records of their fees and disbursements since the commencement of the CCAA Proceedings and no seeks approval of same.
50. The Monitor’s fees and disbursements for the period March 14, 2022 to November 23, 2022 were \$473,902.00 and HST of \$61,607.26 for a total of \$535,509.26, as set out in the

Affidavit of Stephen Cherniak sworn November 24, 2022, a copy of which is attached hereto as **Appendix “D”**.

51. TGF’s fees for the period March 8, 2022 to November 23, 2022 were \$163,055.00 plus disbursements of \$1,276.49 and HST of \$21,347.82, for a total of \$185,679.31, as set out in the affidavit of Leanne M. Williams sworn November 24, 2022, a copy of which is attached as **Appendix “E”**.
52. Based on the information currently available and assuming no unforeseen events in the CCAA Proceedings, the Monitor estimates that the total fees and disbursements of the Monitor and its counsel to the termination of the CCAA Proceedings should not exceed \$40,000. The Monitor respectfully submits that the Monitor’s fees and disbursements, and those of TGF, are reasonable in the circumstances and have been validly incurred in accordance with the provisions of the Amended and Restated Initial Order.
53. Accordingly, the Monitor seeks approval of the fees and disbursements of the Monitor and TGF.

EXTENSION OF STAY PERIOD

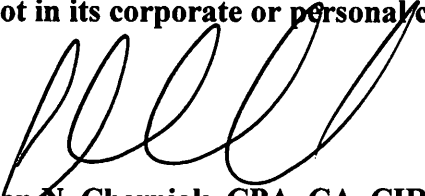
54. Now that the M4 Transaction has closed, the only known remaining activities that will be required to be undertaken in the CCAA Proceedings are as follows:
 - a. the completion of the Proposed Distributions;
 - b. the preparation and assignment of ResidualCo into bankruptcy (if necessary); and
 - c. the completion of the necessary statutory and administrative steps for the termination of the CCAA Proceedings and the discharge of the Monitor.
55. As a result, it is the Monitor’s request that the CCAA be terminated upon the service of the Termination Certificate on the service list. This request will maximize the efficiency and minimize the costs of the remainder of the CCAA Proceedings.
56. The Monitor believes that the creditors would not be prejudiced by the granting of the stay extension and that the Applicants are acting in good faith and with due diligence.

CONCLUSIONS AND RECOMMENDATIONS

57. The Monitor requests that the Court grant the proposed Distribution and Discharge Order.

All of which is respectfully submitted this 25th day of November, 2022.

**BDO CANADA LIMITED,
in its capacity as Monitor of the Applicants,
and not in its corporate or personal capacity.**

A handwritten signature in black ink, consisting of several large, stylized loops and curves, positioned above the printed name.

**Stephen N. Cherniak, CPA, CA, CIRP
Senior Vice President
Licensed Insolvency Trustee**

Appendix "A"
Approval and Vesting Order dated October 7, 2022



Court File No. CV-22-00678884-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) FRIDAY, THE 7th
)
JUSTICE OSBORNE) DAY OF OCTOBER, 2022
)

**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 EVE & CO
INCORPORATED, NATURAL MEDCO LTD., and EVE & CO INTERNATIONAL HOLDINGS
LTD.**

(collectively, the "Applicants" and each an "Applicant")

APPROVAL AND VESTING ORDER

THIS MOTION, made by the Applicants, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended ("CCAA"), for an order, among other things:

(i) approving the share purchase agreement, dated September 29, 2022 (the "SPA"), between Eve & Co Incorporated ("Eve & Co"), Natural Medco Ltd. (the "Company") and M4 Group Holdings Inc. (the "Purchaser"), or its nominee, 1000329368 Ontario Inc. (the "Nominee"), for the purchase and sale of all of the issued and outstanding shares of the Company ("NMC Shares") and the assets owned by the Company, including but not limited to the real property identified in Schedule "B" hereto (the "Real Property") and the Company's equipment, Assumed Contracts, Permits and Licenses, Books and Records, Business and undertakings (collectively referred to herein as the "Retained Assets"); (ii) authorizing and directing the Purchaser, the Company and Eve & Co, with the Monitor's approval, to amend and restate the SPA such that the Purchaser acquires the Real Property and the Nominee acquires the NMC Shares (the "Amendment"); (iii) adding 14428552 Canada Inc. ("ResidualCo") as an Applicant to these

CCAA proceedings in order to carry out the transactions contemplated by the SPA, including but not limited to the conveyance of the Real Property to the Purchaser (collectively, the "Transaction"); (iv) transferring and vesting all of the Company's right, title and interest in and to the Excluded Liabilities, Excluded Assets, and Excluded Contracts to and in ResidualCo; (v) vesting all of Eve & Co's right, title and interest in and to the NMC Shares in and to the Nominee; (vi) vesting all of the Company's right, title and interest in and to the Real Property in and to the Purchaser; (vii) approving the fourth report of BDO Canada Limited, in its capacity as Monitor of Applicants (the "Monitor") dated October 5, 2022 (the "Fourth Report"); and (viii) extending the stay of proceedings in respect of the Applicants to November 30, 2022 (the "Stay Period"); was heard this day by videoconference due to the COVID-19 pandemic.

ON READING the Applicants' notice of motion dated October 3, 2022, the Affidavit of Melinda Rombouts dated October 3, 2022, and the Fourth Report, to be filed, and on hearing the submissions of counsel for the Applicants and counsel for the Monitor and counsel for those other parties appearing as indicated by the counsel slip, no one appearing for any other party although duly served as appears from the affidavit of service, filed:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record be and is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

DEFINED TERMS

2. **THIS COURT ORDERS** that capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the SPA.

APPROVAL AND VESTING

3. **THIS COURT ORDERS AND DECLARES** that the SPA and the Transaction be and are hereby approved and that the execution of the SPA by Eve & Co and the Company is hereby

authorized, ratified and approved, with such minor amendments (including the Amendment) as the parties thereto may deem necessary, with the approval of the Monitor. Eve & Co and the Company are hereby authorized and directed to perform their obligations under the SPA and to take such additional steps and execute such additional documents as may be necessary or desirable to effect the Transaction, the Amendment and convey the Real Property to the Purchaser and the NMC Shares to the Nominee.

4. **THIS COURT ORDERS AND DECLARES** that this Order shall constitute the only authorization required by the Applicants to proceed with the Transaction and that no shareholder or other approval shall be required in connection therewith.

5. **THIS COURT ORDERS AND DECLARES** that upon the delivery of a copy of the Monitor's certificate (the "Monitor's Certificate") to the Purchaser (the time of such delivery being referred to herein as the "Effective Time"), substantially in the form attached as Schedule "A" hereto, the following shall occur and shall be deemed to have occurred at the Effective Time in the following sequence:

- (a) all of the right, title and interest in and to the Excluded Assets shall vest absolutely and exclusively in ResidualCo, and all Claims and Encumbrances (each as defined below) shall continue to attach to the Excluded Assets and to the Proceeds (defined below) in accordance with paragraph 9 of this Order, in either case with the same nature and priority as they had immediately prior to the transfer;
- (b) all Excluded Liabilities (which for certainty includes all debts, liabilities, obligations, indebtedness, contracts, leases, agreements, and undertakings of any kind or nature whatsoever, whether direct or indirect, known or unknown, absolute or contingent, accrued or unaccrued, liquidated or unliquidated, matured or unmatured or due or not yet due, in law or equity and whether based in statute or otherwise) of the Company shall be transferred to, assumed by and vest absolutely

and exclusively in ResidualCo such that the Excluded Liabilities shall become obligations of ResidualCo and shall no longer be obligations of the Company;

- (c) all options, conversion privileges, equity-based awards, warrants, securities, debentures, loans, notes or other rights, agreements or commitments of any character whatsoever that are held by any Person (as defined below) and are convertible or exchangeable for any securities of the Company, or which require the issuance, sale or transfer by the Company of any shares or other securities of the Company and/or the share capital of the Company, or otherwise relating thereto, shall be deemed terminated and cancelled; and
- (d) all of the right, title and interest in and to the Real Property and the NMC Shares shall vest absolutely in the Purchaser and the Nominee, respectively, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the "Claims") including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Initial Order or any other orders in these CCAA proceedings; (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry systems; and (iii) those Claims listed on Schedule "C" hereto (all of which are collectively referred to as the "Encumbrances") and, for greater certainty, this Court orders that all of the Encumbrances affecting or relating to the Real Property and the NMC Shares are hereby expunged and discharged as against the Real Property and the NMC Shares; and

(e) The Company shall be deemed to cease being an Applicant in these CCAA proceedings, and shall be deemed to be released from the purview of the Initial Order and all other orders of this Court granted in respect of these CCAA proceedings, save and except for this Order, the provisions of which (as they relate to the Company and ResidualCo) shall continue to apply in all respects.

6. **THIS COURT ORDERS** that, in furtherance of this order, upon the registration in the Land Registry Office for the Land Registry Division of Middlesex of an Application for Vesting Order in the form prescribed by the *Land Titles Act*, the Land Registrar is hereby directed to enter the Purchaser as the owner of the Real Property in fee simple, and is hereby directed to delete and expunge from title to the Real Property all of the Claims listed in Schedule "C" hereto.

7. **THIS COURT ORDERS AND DIRECTS** the Monitor to file with the Court a copy of the Monitor's Certificate, forthwith after delivery thereof in connection with the Transaction.

8. **THIS COURT ORDERS** that the Monitor may rely on written notice from Eve & Co and the Purchaser regarding the fulfilment of conditions to closing under the SPA and shall have no liability with respect to delivery of the Monitor's Certificate.

9. **THIS COURT ORDERS** that for the purposes of determining the nature and priority of Claims the net proceeds from the sale of the NMC Shares, the Real Property and the Retained Assets, (the "Proceeds") and the Excluded Assets, if any, shall stand in the place and stead of the NMC Shares, the Real Property and the Retained Assets, and that from and after the delivery of the Monitor's Certificate all Claims and Encumbrances relating to the Real Property and the Retained Assets shall attach to the Proceeds with the same priority as they had with respect to the Real Property and Retained Assets, immediately prior to the sale.

10. **THIS COURT ORDERS** that pursuant to section 7(3)(c) of the *Personal Information Protection and Electronic Documents Act*, S.C. 2000, c. 5, the Applicants or the Monitor, as the

case may be, is authorized, permitted and directed to, at the Effective Time, disclose to the Purchaser all human resources and payroll information in the Company's records pertaining to past and current employees of the Company. The Purchaser shall maintain and protect the privacy of such information in accordance with applicable law and shall be entitled to use the personal information provided to it in a manner that is in all material respects identical to the prior use of such information by the Company.

11. **THIS COURT ORDERS AND DECLARES** that, at the Effective Time and without limiting the provisions of paragraph 5 hereof, the Purchaser and the Company shall be deemed released from any and all claims, liabilities (direct, indirect, absolute or contingent) or obligations with respect to any taxes (including penalties and interest thereon) of, or that relate to, the Applicants (provided as it relates to the Company, such release shall not apply to taxes in respect of the business and operations conducted by the Company after the Effective Time), including, without limiting the generality of the foregoing, all taxes that could be assessed against the Purchaser or the Company (including any predecessor corporations) pursuant to section 160 of the *Income Tax Act*, R.S.C. 1985, c. 1 (5th Supp.), or any provincial equivalent, in connection with the Applicants.

12. **THIS COURT ORDERS** that except to the extent expressly contemplated by the SPA, all contracts to which the Applicants are parties upon delivery of the Monitor's Certificate will be and remain in full force and effect upon and following delivery of the Monitor's Certificate and no individual, firm, corporation, governmental body or agency, or any other entity (all of the foregoing, collectively being "Persons" and each being a "Person") who is a party to any such arrangement may accelerate, terminate, rescind, refuse to perform or otherwise repudiate its obligations thereunder or enforce or exercise any right (including any right of set-off, dilution or other remedy) or make any demand under or in respect of any such arrangement and no automatic termination will have any validity or effect, by reason of:

- (a) any event that occurred on or prior to the delivery of the Monitor's Certificate and is not continuing that 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 any Applicant);
- (b) the insolvency of any Applicant or the fact that the Applicants sought or obtained relief under the CCAA;
- (c) any compromises, releases, discharges, cancellations, transactions, arrangements, reorganizations or other steps taken or effected pursuant to the SPA, the Amendment, the Transaction or the provisions of this Order, or any other Order of the Court in these proceedings; or
- (d) any transfer or assignment, or any change of control of the Company arising from the implementation of the SPA, the Amendment, the Transaction or the provisions of this Order.

13. **THIS COURT ORDERS** that from and after the Effective Time, all Persons shall be deemed to have waived any and all defaults of the Company then existing or previously committed by the Company, or caused by the Company, directly or indirectly, or non-compliance with any covenant, warranty, representation, undertaking, positive or negative pledge, term, provision, condition or obligation, expressed or implied, in any Contract existing between such Person and the Company arising directly or indirectly from the filing of the Company under the CCAA and the implementation of the Transaction, including without limitation any of the matters or events listed in paragraph 12 hereof and any and all notices of default and demands for payment or any step or proceeding taken or commenced in connection therewith under a contract shall be deemed to have been rescinded and of no further force or effect, provided that nothing herein shall be deemed to excuse the Company from performing its obligations under the SPA or be a waiver of defaults by the Company under the SPA, related documents, or obligations to Bryan Van Engelen and/or Joann Van Engelen on any promissory note or guarantee.

14. **THIS COURT ORDERS** that from and after the Effective Time, any and all Persons shall be and are hereby forever barred, estopped, stayed and enjoined from commencing, taking, applying for or issuing or continuing any and all steps or proceedings, whether directly, derivatively or otherwise, and including without limitation, administrative hearings and orders, declarations and assessments, commenced, taken or proceeded with or that may be commenced, taken or proceeded with against the Company relating in any way to or in respect of any Excluded Assets, Excluded Liabilities or Excluded Contracts and any other claims, obligations and other matters that are waived, released, expunged or discharged pursuant to this Order.

15. **THIS COURT ORDERS** that from and after the Effective Time:

- (a) the nature of the Assumed Liabilities retained by the Company, including, without limitation, their amount and their secured or unsecured status, shall not be affected or altered as a result of the Transaction or this Order;
- (b) the nature of the Excluded Liabilities, including, without limitation, their amount and their secured or unsecured status, shall not be affected or altered as a result of their transfer to ResidualCo;
- (c) any Person that prior to the Effective Time had a valid right or claim against the Company under or in respect of any Excluded Contract or Excluded Liability (each an "Excluded Liability Claim") shall no longer have such right or claim against the Company but will have an equivalent Excluded Liability Claim against ResidualCo in respect of the Excluded Contract or Excluded Liability from and after the Effective Time in its place and stead, and nothing in this Order limits, lessens or extinguishes the Excluded Liability Claim of any Person as against ResidualCo; and
- (d) the Excluded Liability Claim of any Person against ResidualCo following the Effective Time shall have the same rights, priority and entitlement as such Excluded Liability Claim had against the Company prior to the Effective Time.

16. **THIS COURT ORDERS AND DECLARES** that, as of the Effective Time:

- (a) ResidualCo shall be a company to which the CCAA applies; and
- (b) ResidualCo shall be added as an Applicant in these CCAA proceedings and all references in any Order of this Court in respect of these CCAA proceedings to (i) an "Applicant" or the "Applicants" shall refer to and include ResidualCo, and (ii) "Property" shall include the current and future assets, licenses, undertakings and properties of every nature and kind whatsoever, and wherever situate including all proceeds thereof, of ResidualCo (the "ResidualCo Property"), and, for greater certainty, each of the Charges (as defined in the Initial Order dated April 1, 2022, as amended and restated from time to time), shall constitute a charge on the ResidualCo Property.

RELEASES

17. **THIS COURT ORDERS** that effective upon the filing of the Monitor's Certificate, (i) the current directors, officers, employees, legal counsel and advisors of the Applicants and (ii) the Monitor and its legal counsel (collectively, the "Released Parties") shall be deemed to be forever irrevocably released and discharged from any and all present and future claims (including without limitation, claims for contribution or indemnity), liabilities, indebtedness, demands, actions, causes of action, counterclaims, suits, damages, judgments, executions, recoupments, debts, sums of money, expenses, accounts, liens, taxes, recoveries, and obligations of any nature or kind whatsoever (whether direct or indirect, known or unknown, absolute or contingent, accrued or unaccrued, liquidated or unliquidated, matured or unmatured or due or not yet due, in law or equity and whether based in statute or otherwise) based in whole or in part on any act or omission, transaction, dealing or other occurrence existing or taking place prior to the filing of the Monitor's Certificate (a) undertaken or completed pursuant to the terms of this Order, (b) arising in connection with or relating to the SPA, the Amendment or the completion of the Transaction, (c) arising in connection with or relating to the within CCAA proceedings, or (d) related to the management, operations or administration of the Applicants (collectively, the "Released Claims"), which Released Claims are hereby fully, finally, irrevocably and forever waived,

discharged, released, cancelled and barred as against the Released Parties, provided that nothing in this paragraph shall waive, discharge, release, cancel or bar (a) any claim that is not permitted to be released pursuant to section 5.1(2) of the CCAA or (b) any claim of Bryan Van Engelen and/or Joann Van Engelen on any promissory note or guarantee.

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

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act*, R.S.C 195, c. B-3, as amended (the "BIA"), in respect of the Applicants and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Applicants;

the SPA, the Amendment, the implementation of the Transaction (including without limitation the transfer and vesting of the Excluded Assets, Excluded Contracts and Excluded Liabilities in and to ResidualCo, the transfer and vesting of the Real Property in and to the Purchaser, and the transfer and vesting of the NMC Shares in and to the Nominee) and any payments by or to the Purchaser, the Applicants or the Monitor authorized herein shall be binding on any trustee in bankruptcy that may be appointed in respect of the Applicants and/or ResidualCo and shall not be void or voidable by creditors of the Applicants or ResidualCo, as applicable, nor shall they constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the CCAA, the BIA or any other applicable federal or provincial legislation, nor shall they constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

MONITOR'S ENHANCED POWERS

19. **THIS COURT ORDERS** that in addition to the powers and duties of the Monitor set out in the Amended and Restated Initial Order or any other Order of this Court in this CCAA proceeding,

and without altering in any way the limitations and obligations of ResidualCo as a result of these proceedings, the Monitor be and is hereby authorized and empowered, but not required to:

- (a) take any and all actions and steps, and execute all documents and writings, on behalf of, and in the name of ResidualCo in order to facilitate the performance of any ongoing obligations of ResidualCo, including with respect to any Excluded Liability Claim, and to carry out the Monitor's duties under this Order or any other Order of this Court in this CCAA Proceeding;
- (b) exercise any powers which may be properly exercised by a board of directors of ResidualCo;
- (c) cause ResidualCo to retain the services of any person as an employee, consultant, or other similar capacity all under the supervision and direction of the Monitor and on the terms as agreed with the Monitor;
- (d) open one or more new accounts (the "**ResidualCo Accounts**") into which all funds, monies, cheques, instruments and other forms of payment payable to ResidualCo shall be deposited from and after the making of this Order from any source whatsoever and to operate and control, as applicable, on behalf of ResidualCo, the ResidualCo Accounts in such manner as the Monitor, in its sole discretion, deems necessary or appropriate to assist with the exercise of the Monitor's powers and duties;
- (e) cause ResidualCo to perform such other functions or duties as the Monitor considers necessary or desirable in order to facilitate or assist the winding-down of ResidualCo or the distribution of the proceeds of the ResidualCo Property or any other related activities, including in connection with bringing this CCAA Proceeding to an end;
- (f) engage, deal, communicate, negotiate, agree and settle with any creditor or other stakeholder of ResidualCo (including any governmental authority) in the name of or on behalf of ResidualCo;
- (g) claim or cause ResidualCo to claim any and all insurance refunds or tax refunds, including refunds of harmonized sales taxes, to which ResidualCo is entitled;
- (h) have access to all books and records that are the property of ResidualCo in ResidualCo's possession or control in addition to the Applicant's books and records in accordance with the terms of the SPA;

- (i) assign ResidualCo, or cause ResidualCo to be assigned, into bankruptcy, and the Monitor shall be entitled but not obligated to act as trustee in bankruptcy thereof;
- (j) consult with Canada Revenue Agency or Health Canada with respect to any issues arising in respect of this CCAA Proceeding; and
- (k) apply to this Court for advice and directions or any orders necessary or advisable to carry out its powers and obligations under this Order or any other Order granted by this Court including for advice and directions with respect to any matter.

GENERAL

20. **THIS COURT ORDERS** that, following the Effective Time, the Purchaser shall be authorized to take all steps as may be necessary to effect the discharge of the Claims and Encumbrances as against the Real Property and the NMC Shares.

21. **THIS COURT ORDERS** that, following the Effective Time, the title of these proceedings is hereby changed to:

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 14428552 CANADA INC., EVE & CO
INCORPORATED, and EVE & CO INTERNATIONAL HOLDINGS
LTD.

STAY PERIOD

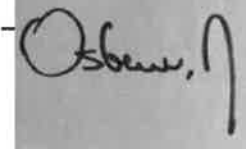
22. **THIS COURT ORDERS** that the Stay Period referred to in the Amended and Restated Initial Order, dated April 1, 2022, be and is hereby extended to November 30, 2022.

OTHER

23. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Applicants, the Monitor and their respective agents in carrying

out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

24. **THIS COURT ORDERS** that each of the Applicants and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

 2022.10.
07
13:59:12
-04'00'

SCHEDULE "A" – FORM OF MONITOR'S CERTIFICATE

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 EVE & CO INCORPORATED, NATURAL MEDCO LTD., and EVE & CO INTERNATIONAL HOLDINGS LTD.

(collectively, the "Applicants" and each an "Applicant")

RECITALS

A. Pursuant to the Amended and Restated Initial Order of the Honourable Madam Justice Conway of the Ontario Superior Court of Justice (Commercial List), dated April 1, 2022, as amended on August 26, 2022 and September 29, 2022 (the "Amended and Restated Initial Order") the Applicants were granted protection from their creditors pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, and BDO Canada Limited was appointed as the monitor ("Monitor") of the Applicants.

B. Pursuant to the Approval and Vesting Order of the Court, dated October 7, 2022 (the "Order"), the court approved the transaction (the "Transaction") contemplated by the Share Purchase Agreement dated September 29, 2022 (the "SPA"), between Eve & Co Incorporated ("Eve & Co"), Natural Medco Ltd. (the "Company"), and M4 Group Holdings Inc. (the "Purchaser") or its nominee, 1000329368 Ontario Inc. (the "Nominee"), and ordered, *inter alia*, that (i) all of the Company's right, title and interest in and to the Excluded Assets shall vest absolutely and exclusively in 14428552 Canada Inc. ("ResidualCo"); (ii) all of the Excluded Contracts and Excluded Liabilities shall be transferred to and assumed by and vest in ResidualCo; (iii) all of the right, title and interest in and to the Real Property shall vest absolutely and exclusively in the Purchaser; and (iv) all of the right, title and interest in and to the NMC Shares and the Retained Assets shall vest absolutely and exclusively in the Nominee, which vesting is, in each case, to be effective upon the delivery by the Monitor to the Purchaser of a certificate confirming that the Monitor has received written confirmation in the form and substance satisfactory to the

Monitor from the Purchaser and Eve & Co that all conditions to closing have been satisfied or waived by the parties to the SPA.

C. Capitalized terms not defined herein shall have the meaning given to them in the Order.

THE MONITOR CERTIFIES the following:

1. The Monitor has received written confirmation from the Purchaser and from Eve & Co, in form and substance satisfactory to the Monitor, that all conditions to closing have been satisfied or waived by the parties to the SPA.

2. This Monitor's certificate was delivered by the Monitor at _____ on _____, 2022.

**BDO Canada Limited, in its capacity as
Monitor of the Applicants, and not in its
personal capacity.**

Per: _____

Name:

Title:

SCHEDULE "B"

DESCRIPTION OF REAL PROPERTY

PT LT 17, CON 5, SER ADELAIDE AS IN MW105987; TOWNSHIP OF ADELAIDE METCALFE

SCHEDULE "C"

ENCUMBRANCES

A. PPSA ENCUMBRANCES

1. TRISURA GUARANTEE INSURANCE COMPANY
Registration number: 20200310 1705 1462 8821
File number: 760801122
2. BRYAN VAN ENGELEN
Registration number: 20201229 1248 1862 8252
File number: 768868056
3. JOANN VAN ENGELEN
Registration number: 20201229 1248 1862 8252
File number: 768868056
4. MERIDIAN ONECAP CREDIT CORP.
Registration number: 20210121 1610 1901 7430
File number: 769372668
5. SALT CAPITAL INC. O/A CAPITAL NOW CANNABIS
Registration number: 20210609 1853 9237 5092
File number: 773332488
6. DEANS KNIGHT PRIVATE CREDIT LIMITED PARTNERSHIP
Registration number: 20220325 1219 1793 4510
File number: 781424388
7. DEANS KNIGHT STRATEGIC YIELD MASTER TRUST LIMITED PARTNERSHIP
Registration number: 20220325 1219 1793 4510
File number: 781424388

B. PARCEL REGISTER ENCUMBRANCES

1. ROYAL BANK OF CANADA
Registration number: ER1225054
Date: 2019/03/19
Instrument Type: Charge
Amount: \$25,000,000

2. BRYAN VAN ENGELEN
JOANN VAN ENGELEN
Registration number: ER1345852
Date: 2020/12/29
Instrument Type: Charge
Amount: \$1,200,000

3. Registration number: ER1449251
Date: Mach 28, 2022
Instrument Type: Application to Register Court Order
Amount: \$1,200,000

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, C.

^C Electronically issued / Déposé par voie électronique : 07-Oct-2022
Toronto Superior Court of Justice / Cour supérieure de justice

Court File No./N° du dossier du greffe : CV-22-00678884-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF EVE & CO
INCORPORATED, NATURAL MEDCO LTD., and EVE & CO INTERNATIONAL HOLDINGS LTD.

Applicants

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
Proceeding commenced at TORONTO

APPROVAL AND VESTING ORDER
(MOTION RETURNABLE OCTOBER 7, 2022)

MILLER THOMSON LLP
Scotia Plaza
40 King Street West, Suite 5800
P.O. Box 1011
Toronto, ON Canada M5H 3S1

David S. Ward LSO #: 33541W
Tel: 416.595.8625
dward@millerthomson.com

Larry Ellis LSO#: 49313K
Tel: 416.595.8639
lellis@millerthomson.com

Monica Faheim LSO#82213R
Tel: 416.595.6087
mfaheim@millerthomson.com

Lawyers for the Applicants

Appendix "B"
Monitor's Certificate dated November 25, 2022 regarding the M4 Transaction

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 EVE & CO INCORPORATED, NATURAL MEDCO LTD., and EVE & CO INTERNATIONAL HOLDINGS LTD.

(collectively, the "**Applicants**" and each an "**Applicant**")

RECITALS

A. Pursuant to the Amended and Restated Initial Order of the Honourable Madam Justice Conway of the Ontario Superior Court of Justice (Commercial List), dated April 1, 2022, as amended on August 26, 2022 and September 29, 2022 (the "**Amended and Restated Initial Order**") the Applicants were granted protection from their creditors pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, and BDO Canada Limited was appointed as the monitor ("**Monitor**") of the Applicants.

B. Pursuant to the Approval and Vesting Order of the Court, dated October 7, 2022 (the "**Order**"), the court approved the transaction (the "**Transaction**") contemplated by the Share Purchase Agreement dated September 29, 2022 (the "**SPA**"), between Eve & Co Incorporated ("**Eve & Co**"), Natural MedCo Ltd. (the "**Company**"), and M4 Group Holdings Inc. (the "**Purchaser**"), and ordered, *inter alia*, that (i) all of the Company's right, title and interest in and to the Excluded Assets shall vest absolutely and exclusively in ResidualCo.; (ii) all of the Excluded Contracts and Excluded Liabilities shall be transferred to and assumed by and vest in ResidualCo.; and (iii) all of the right, title and interest in and to the all of the outstanding and issued shares of the Company ("**NMC Shares**") shall vest absolutely and exclusively in the Purchaser, which vesting is, in each case, to be effective upon the delivery by the Monitor to the Purchaser of a certificate confirming that the Monitor has received written confirmation in the form and substance satisfactory to the Monitor from the Purchaser and Eve & Co that all conditions to closing have been satisfied or waived by the parties to the SPA.

C. Capitalized terms not defined herein shall have the meaning given to them in the Order.

THE MONITOR CERTIFIES the following:

1. The Monitor has received written confirmation from the Purchaser and from Eve & Co, in form and substance satisfactory to the Monitor, that all conditions to closing have been satisfied or waived by the parties to the SPA.

2. This Monitor's certificate was delivered by the Monitor at 3:18 pm on November 25, 2022.

BDO Canada Limited, in its capacity as Monitor of the Applicants, and not in its personal capacity.

Per: 
Name: Stephen N Cherniak, CA, CIRP, LIT
Title: Senior Vice-President

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 14428552 CANADA INC., EVE & CO INCORPORATED
AND EVE & CO INTERNATIONAL HOLDINGS LTD.

Court File No. CV-22-00678884-00CL

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

Proceedings commenced at Toronto, Ontario

MONITOR'S CERTIFICATE

THORNTON GROUT FINNIGAN LLP
TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Leanne M. Williams (LSO# 41877E)
Email: lwilliams@tgf.ca
Tel: (416) 304-0060

Alexander Soutter (LSO# 72403T)
Email: asoutter@tgf.ca
Tel: (416) 304-0595

Lawyers for the Court-appointed Monitor,
BDO Canada Limited

Appendix “C”
Letter from Trisura Guarantee Insurance Company to Canada Revenue Agency
dated November 27, 2020



November 27th, 2020

Canada Revenue Agency
Excise Duty – General Information
5800 Hurontario Street
Mississauga, Ontario
L5R 4B4

To whom it may concern:

RE: **Natural MedCo Ltd.**
Surety Bond for Cannabis
Bond No: TMS041162
Limit: \$250,000.00
Effective: March 9th, 2020

We wish to be relieved of our liability under the above mentioned bond. In accordance with the terms and conditions of the bond, we hereby give you Sixty (60) days written notice of our intention to cancel.

Thank you for your co-operation in this matter.

Yours truly,

A handwritten signature in black ink, appearing to read "Sarah Mainella".

Sarah Mainella, Attorney-in-fact

Natural MedCo Ltd.
2941 Napperton Drive
Strathroy, Ontario
N7G 3H8

Vancouver Office
1050 W Georgia Street
Suite 3020
Vancouver, BC V6E 3R5
Tel: (604) 688-5641
Fax: (604) 688-5826

Calgary Office
150 – 6 Ave SW
Suite 3360
Calgary, AB T2P 3Y7
Tel: (403) 663-3343
Fax: (403) 663-3344

Toronto Office
333 Bay St.
Suite 1610
Toronto, ON M5H 2R2
Tel: (416) 214-2555
Fax: (416) 214-9597

Montréal Office
1501 McGill College Ave
Suite 1620
Montréal, QC H3A 3M8
Tel: (514) 845-4555
Fax: (514) 845-6876

Halifax Office
201 Brownlow Ave
Suite 4
Dartmouth, NS B3B 1W2
Tel: (902) 468-6889
Fax: (416) 214-9597

Appendix "D"
Affidavit of Stephen Cherniak sworn November 24, 2022

**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 EVE & CO
INCORPORATED, NATURAL MEDCO LTD., EVE & CO INTERNATIONAL HOLDINGS
LTD. AND 14428552 CANADA INC.

AFFIDAVIT OF STEPHEN N. CHERNIAK

I, **Stephen N. Cherniak**, of the City of London, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a Senior Vice-President of BDO Canada Limited ("BDO"), the Monitor in the CCAA proceedings of Eve & Co Incorporated. ("Eve"), Natural Medco Ltd. ("NMC"), Eve & Co International Holdings Ltd. and 14428552 Canada Inc. (each an "Applicant" and collectively, the "Applicants") and, as such, I have knowledge of the matters hereinafter deposed to.
2. By Initial Order dated March 25, 2022 (the "Initial Order") BDO Canada Limited was appointed as Monitor of the business and financial affairs of the Applicants (the "Monitor").
3. Since March 12, 2022, the Monitor has been engaged in the following:
 - Assist the Applicants in preparing a Cash Flow Forecast for the 23 week period from March 21, 2022 to August 26, 2022;
 - Assist the Applicants in securing an interim financing agreement ("DIP Facility") with Deans Knight Private Credit GP Inc. including review of the DIP Facility agreement;

- Prepare the Report of the Proposed Monitor dated March 24, 2022 for consideration of the Court in the Applicants' CCAA application.
- Attend virtual meetings and conference calls with the Applicants, legal counsel to the Applicants, independent legal counsel to the Monitor, Royal Bank of Canada ("RBC") and its legal counsel, and other stakeholders in connection with the CCAA Application:
- Monitor the applicants weekly receipts and disbursements, variance analysis and prepare weekly cash flow statements for RBC, in accordance with the Amended and Restated Order Initial Order dated April 1, 2022.
- Conduct the Sale and Investment Solicitation Process ("SISP") in accordance with the Sale Process Order dated April 1, 2022 including: prepare Confidential Information Memorandum, establish electronic data room, compile target list of 140 prospective buyers, execute Confidentiality Agreements with 23 parties, identify qualified bidders, facilitate due diligence and review/analyze bids submitted by qualified bidders;
- Correspondence and telephone calls with representatives of the County of Middlesex regarding conditional building permit, Order to Comply, zoning issues and substantial property tax arrears;
- Assist the Applicants in preparing subsequent cash flow forecasts for the 6 week period from August 22, 2022 to October 1, 2022 and the 8 week period from October 2, 2022 to November 26, 2022.
- Assist the Applicants and its legal counsel in negotiation of Share Purchase Agreement ("SPA") with M4 Group Holdings Inc. ("M4")
- Attend virtual meetings and conference calls with the Applicants, legal counsel to the Applicants, independent legal counsel to the Monitor, RBC and its legal counsel, and other stakeholders in connection with the bids received, M4 SPA and revised M4 SPA:
- Analyze funds to be received from the M4 Transaction, and scheme of distribution for priority charges and secured creditors;

- Prepare reports of the Monitor dated March 31, 2022, August 25, 2022, September 28, 2022 and October 5, 2022.
 - Prepare the Fifth Report of the Monitor in connection with the motion for distribution and discharge, to be heard on November 28, 2022;
 - Attend virtual court hearings for motions by the Applicants on March 25, 2022, April 1, 2022, August 26, 2022, September 29, 2022 and October 7, 2022.
 - Establish the Monitor's extranet website and post all court materials to it; and
 - Communications and telephone calls with utility suppliers, Applicants' insurance broker, creditors, shareholders of Eve, employees, regulatory agencies, other stakeholders and their respect legal counsel;
4. In the course of performing the duties pursuant to the Initial Order and as set out above at paragraph 3, the Monitor's staff expended 1,051.7 hours for the period of March 12, 2022 through November 23, 2022. The Monitor's final invoice dated November 23, 2022 includes a provision of \$20,000 for the Monitor to distribute funds and finalize the administration of the proceedings, based on time incurred at normal hourly rates. Attached hereto and marked as Exhibit "A" to this my Affidavit is the account of the Monitor together with a summary sheet.
 5. To the best of my knowledge, the rates charged by the Monitor throughout the course of these proceedings are comparable to the rates charged by other insolvency practitioners in the Ontario mid-market for providing similar insolvency and restructuring services.
 6. The hourly billing rates outlined in Exhibit "A" to this my Affidavit are not more than the normal hourly rates charged by BDO Canada Limited for services rendered in relation to similar proceedings.
 7. I verily believe that the fees and disbursements incurred by the Monitor are fair and reasonable in the circumstances.


8. This Affidavit is sworn in support of the motion for approval of the Monitor's fees and disbursements and for no other or improper purposes.

SWORN BEFORE ME at the City of
London in the Province of Ontario
on the 21th day of November, 2022

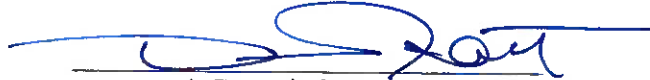


Commissioner for Taking Affidavits

David Randall Flett, a Commissioner, etc.,
Province of Ontario, for BDO Canada Limited and BDO
Canada LLP. Expires April 24, 2025


STEPHEN N. CHERNIAK, CPA, CA, CIRP
Licensed Insolvency Trustee

Attached is Exhibit A
To the Affidavit of Stephen N. Cherniak
Sworn the 21st day of November, 2022.



A Commissioner, Etc

David Randall Flett, a Commissioner, etc.,
Province of Ontario, for BDO Canada Limited and BDO
Canada LLP. Expires April 24, 2025

**Summary of Monitor's Accounts for the period
March 12, 2022 through November 23, 2022**

Invoice Date	Hours Expended	Fees & Disbursements	HST	Invoice Total
March 31, 2022	131.5	\$ 65,942.50	\$ 8,572.52	\$ 74,515.02
May 4, 2022	284.4	93,974.00	12,216.62	106,190.62
June 14, 2022	195.6	76,106.00	9,893.78	85,999.78
October 28, 2022	384.4	189,489.50	24,633.64	214,123.14
November 24, 2022	55.8	48,390.00	6,290.70	54,680.70
	1,051.7	\$ 473,902.00	\$ 61,607.26	\$ 535,509.26



Invoice # 03312022
Natural Medco Ltd.
HST Reg # 101518124RT0001

Natural Medco
2941 Napperton Drive
Strathroy, ON N7G 3H8

Attention: Melinda Rombouts

March 31, 2022

Re: Natural Medco Ltd.

For professional services rendered for the period March 12, 2022 through March 31, 2022 as per the attached detail:

Our Fee	65,942.50
Disbursements	0.00
HST	<u>8,572.52</u>
Total amount Owing	<u>74,515.02</u>

REMITTANCE ADVICE

Cheque Payments to:
100-633 Colborne Street
London, ON N6B 2V3

Invoice # 03312022

Amount \$74,515.02

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

March 31, 2022

For professional services rendered

Staff	Date	Time	Narrative
Flett, D	03/14/2022	0.8	Several emails from T. Hogan, G. Ivany, S. Cherniak re demands, forbearance agreement, cash flow projection, DIP, timetable and other matters; review RBC payout statement.
Cherniak, S	03/14/2022	0.9	Review of emails re demands and review of draft demands. Emails re cash flow. Email to M. Rombouts. Review response. Deal with costs.
Flett, D	03/15/2022	4.0	Review T. Hogan emails, revised forbearance agreement, Deans Knight term sheet; call with S. Cherniak re cash flow projection received; detailed review, analysis of assumptions and notes re draft projected cash flow; call with T. Hogan, Ivany, K Adams of RBC, S. Cherniak re DIP loan, projected cash flow, forbearance.
Cherniak, S	03/15/2022	4.0	Emails re cashflow. Respond. Review of edits to forbearance. Review of cashflow. Review of DIP term sheet. Discuss BDO review of cashflow with D. Flett. Send outstanding accounts to RBC. Emails with Thornton Grout Finnigan re fees. Call with L. Williams at Thornton Grout Finnigan re DIP. Call with T. Hogan and L. Williams re same. Conference call with RBC and Harrison Pensa to go through cash flow. Email from RBC re demands. Review of email from Thornton Grout Finnigan to Miller Thomson re DIP.
Flett, D	03/16/2022	4.7	Lengthy call with L. Ellis of Miller Thomson, T. Hogan, S. Cherniak re DIP loan terms and process to obtain, cash flow projections including line by line review of disbursements; revise company prepared cash flow projection for items reviewed with L. Ellis and prepare schedule of accompanying notes for bank and company reference; lengthy call with G. Ivany, K. Adams of RBC, T. Hogan to review revised cash flow and notes, revised forbearance agreement, DIP requirement and other issues; further minor revisions to cash flow projection and notes, forward to S. Cherniak.
Cherniak, S	03/16/2022	4.8	Conference call with L. Ellis and T. Hogan re line by line review of cash flow. Review of L. Ellis response to L. Williams re DIP lenders. Call with L. Williams re strategy and DIP lenders. Review of D. Flett's edits to cash flows. Send to RBC in preparation for call. Call with RBC re revised cash flow. Review of documentation re Israeli sales and letter from Enbridge. Email to L. Williams re DIP. Email to L. Ellis re NDA. Send revised cash flow to L. Ellis and request call with Company. Review of proposed Monitor pre reports.
Flett, D	03/17/2022	2.5	Call with L. Ellis, M Rombouts, T. Hogan to review cash flow projection including international sales update and required disbursements re determining DIP loan requirement; review precedent pre-filing reports and call with S. Cherniak to review report format and content, approach to projection included in report and other items; start monitor pre-filing report.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Cherniak, S	03/17/2022	2.7	Call with Company, Counsel and Harrison Pensa re edits to the cash flow. Further call with T. Hogan re update. Emails with TGF re DIP lender. Review of executed NDA. Send appraisal to Hillsmount. Email from L. Williams. Send NDA to L. Ellis. Call with D. Flett to discuss Monitors pre report. Discussion re F/B. Review of edits.
Flett, D	03/18/2022	3.7	Review company revised cash flow projection received from L. Ellis; call with RBC, T. Hogan to review call with company re cash flow projection, DIP requirement and to review further revised cash flow, options and risks to achieve; call with S. Cherniak, L. Williams of TGF re options if projection not achieved, sale process timing, cannabis file experience and other matters; email with S. Cherniak re Health Canada, cannabis act; call with RBC, L. Williams, T. Hogan, S. Cherniak re CCAA process, cannabis considerations, bank options if sales not achieved, material adverse change scenarios; continue call with RBC to review forbearance agreement including cash flow projection and duration.
Cherniak, S	03/18/2022	3.6	Emails from L. Ellis re revised cash flow. Review of revised cash flow. Call with RBC and Harrison Pensa. Call with T. Hogan after. Call with L. Williams re receivership order and designated person. Call with Harrison Pensa and L. Williams re same. Call with RBC, Harrison Pensa and L. Williams re same. Review of forbearance agreement with Harrison Pensa and RBC. Call with G. Ivany re update.
Flett, D	03/19/2022	4.8	Review draft term sheet, prior year audited financial statements and M, D & A; prepare first draft of Monitor pre filing report.
Flett, D	03/21/2022	6.0	Finalize draft of pre-filing report and forward to S. Cherniak with comments; review draft M. Rombouts affidavit and notes; review L. Williams of TGF comments to Rombouts affidavit; call with S. Cherniak re report, SISP; review insolvency insider documents and forward relevant report to S. Cherniak; emails from S. Cherniak, L. Williams re SISP and comeback motion; review draft receivership order and revised forbearance agreement from R. Danter of Harrison Pensa; prepare notes and assumptions to accompany cash flow forecast; review and forward capital asset listing and financial information to Y. Levinson of Hillsmount; email to S. Cherniak summarizing corrections and comments to M. Rombouts affidavit; further emails with L. Williams, Harrison Pensa re DIP amounts, director's charge, edits to Rombouts affidavit, D&O insurance; locate and forward D&O documents to L. Williams; continue with assumptions to cash flow forecast; emails from P Cameron of BDO CF re SISP timetable; T. Hogan emails re DIP terms; review DIP term sheet from Hillsmount.

Staff	Date	Time	Narrative
Cherniak, S	03/21/2022	4.9	Calls with Hillsmount re DIP loan. Emails to/from L. Williams re same. Discuss with T. Hogan. Email Hillsmount information. Review of edits to Deans Knight term sheet and emails re same. Review of M. Rombouts draft affidavit. Review of L. Williams edits. Review of Harrison Pensa and BDO edits. Send to Harrison Pensa. Review of edits to forbearance. Come up with timeline from SISP. Emails to/from CF re same. Discuss with D. Flett. Review of draft proposed Monitors report. Send to L. Williams. Review of draft CCAA order. Emails re D&O insurance. Review of edits to Deans Knight term sheet and answer questions. Review of R. Taylor email on responsible person.
Flett, D	03/22/2022	5.3	Review L. Williams comments and revisions to pre-filing report; emails from T. Hogan, R. Danter and G. Ivany re updated forbearance agreement, DIP term sheet and revisions; update amounts and dates to pre-filing report; revise and reformat company prepared cash flow forecast for inclusion in pre-filing report and prepare notes to cash flow forecast; call with L. Ellis of Miller Thomson, M. Rombouts re post-filing communications, update cash flow forecast; further update to forecast re Harrison Pensa fees to filing date and forward to S. Cherniak; review property tax statement.
Cherniak, S	03/22/2022	4.3	Email from Hillsmount re info request. Review of L. Williams edits to pre-Monitors report. Emails to L. Williams re same. Send to Harrison Pensa for review. Call with L. Ellis re Communications call for this afternoon. Review precedents re same. Call with Company, Miller Thomson and Thornton Grout Finnigan re communications. Instruct D. Flett to redo cash flows in CCAA format. Review same. Send to Company and Miller Thomson for comment. Review edits to FA. Review edits to DIP loan document. Call with G. Ivany re DIP. Call with T. Hogan re same. Review of edit re M. Rombouts affidavit. Email from L. Williams re timing of filing re markets.
Flett, D	03/23/2022	5.5	Further brief review of Rombouts affidavit and emails with S. Cherniak re cash flow dates; emails from T. Hogan, L. Williams re affidavit, initial order; review T. Hogan comments on pre-filing report and revisions to report; call with C Percy and colleagues of CF group, S. Cherniak re background, sale process goals, other matters and forward background information to C. Percy; finalize and integrate final cash flow forecast, pre-filing report and related emails with S. Cherniak; review RBC estimated security position from K. Adams email and reply with comments re DIP loan terms, RBC loan principal reduction and update source balance; L. Williams and L. Ellis emails re director charge; further revisions to pre-filing report.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Cherniak, S	03/23/2022	5.3	Review of email from L. Williams re issue of filing during stock market being open. Review of response from L. Ellis. Emails and call with L. Williams re issue of Directors Charge. Deal with finalizing cash flow. Review of final F/B agreement. Emails from K. Adams re RBC security position. Review responses from T. Hogan. Discuss same with D. Flett. Review D. Flett response to RBC. Call with CF group to discuss strategy. Review of demands. Review of further revisions to M. Rombouts affidavit and propose our own. Discuss same with L. Williams. Review edits from Harrison Pensa re Proposed Monitor report. Discuss with L. Williams and review her further edits. Review and execute consent. Send to Company counsel. Review of revised Order. Review of RBC comments on the M. Rombouts affidavit. Respond and review Harrison Pensa response. Review of various edits to Order. Send final cash flow to RBC once Company signed off. Review of Company counsel response to timing of filing and issuance of press releases. Review Harrison Pensa response.
Flett, D	03/24/2022	4.8	Brief review of CCAA application motion record; emails from L. Ellis, T. Hogan, re filing materials, order; further revisions to monitor's report and related emails with L. Williams; review final monitor report, minor revision, integrate cash flow forecast and forward to S. Cherniak; call with M. Finnegan and instructions re document to be posted to monitor's web site; call with S. Cherniak re court hearing and other matters; download additional court filing documents; further emails with S. Cherniak, M. Finnegan re court materials for monitor's website; email to K. Adams of RBC re question appraisal and security position; call with S. Cherniak and review BDO website re set up and URL name; collect monitor precedents and prepare newspaper ad should order be granted; emails with S. Cherniak, L. Harrison re comeback hearing date and monitor report.
Cherniak, S	03/24/2022	2.9	Review of motion record. Review edits and finalize monitor's report. Send to Thornton Grout Finnigan. Emails from RBC re security position. Review responses. Review of factum. Review of notice of motion. Deal with website set up. Review of emails re press release. Review of email serving report. Questions re comeback date.
Flett, D	03/25/2022	3.3	Emails with S. Cherniak and review L. Williams and other counsel email re land purchased option, Van Engelen position; review cash flow forecast and bulk sales build-up prior to court hearing; attend virtual court hearing; emails with A. Soutter of Thornton Grout Finnigan re Globe ad, forward draft and related emails with S. Cherniak, M. Finnegan; call with S. Cherniak re court hearing, first report of monitor, SISP; review court orders and emails with M. Finnegan re upload, website; brief review of Miller Thomson SISP; emails with M. Finnegan re monitor report set up; call with S. Cherniak re SISP, property and property tax issues, monitor's first report.
Duwyn, R	03/25/2022	0.4	Call from creditor counsel. Email website link and documents. Call with D. Flett.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Finnegan, M	03/25/2022	1.0	Set up BDO Website and add documents. Contact Globe re ad insertion.
Cherniak, S	03/25/2022	4.1	Emails to/from Thornton Grout Finnigan re sales process. Emails to/from B. Blay re second secured. Emails prior to court re M. Rombouts ability to purchase. Send docs. Review responses. Prepare for court attend court hearing. Discuss with L. Williams. Review of order and endorsement. Review of sales process document. Set up meeting with Thornton Grout Finnigan. Discuss report with D. Flett. Review of template. Review of ad for Globe. Review of website. Review of press release.
Flett, D	03/27/2022	2.8	Review draft Sale and Investment Solicitation document from Miller Thomson; start Monitor's first report; review L. Williams email and SISP revisions; reply with typos noted in first draft; review draft M Rombouts affidavit; review cash flow projection re critical/pre-filing payments.
Flett, D	03/28/2022	6.5	Call with S. Cherniak, Thornton Grout Finnigan re SISP document and process, draft affidavit, cash requirements and critical supplier request; revised BDO precedent letter to creditors; email to S. Cherniak for request to M. Rombouts re immediate payment details and ongoing report; various emails from T. Hogan, L. Ellis, S. Cherniak re hydro one, Harrison Pensa invoices, RBC payments and other matters; review cash flow forecast and prepare summary of pre-filing expenses included in initial order; revisions to creditor letter and emails with S. Cherniak; continue with monitor first report; emails with S. Cherniak, Williams re Enbridge, other critical supplier amounts; review payables summary re mailing, order requirements and email with M. Finnegan; emails with S. Cherniak, Thornton Grout Finnigan re Enbridge; reply to email from former employee.
Cherniak, S	03/28/2022	4.7	Review of draft M. Rombouts affidavit, notice of motion and draft order. Review of various counsel edits to same. Review and discussion of draft SISP order. Call with Thornton Grout Finnigan re same. Review of various counsel edits to same. Emails to M. Rombouts and L. Ellis re payments to suppliers. Review of letter to creditors. Send to Thornton Grout Finnigan for review. Review comments. Send to L. Ellis and M. Rombouts. Review of Thornton Grout Finnigan account. Send to Company for payment. Emails to/from RBC re payment of arrears. Call with T. Hogan re SISP procedures. Send SISP to Corporate Finance. Review of Harrison Pensa invoices. Emails re Hydro calling. Send to Company for a response. Review of list of pre-filing payments. Emails re dedicated email address. Emails re Enbridge.
Finnegan, M	03/28/2022	1	Administration re documents for BDO website and finalize newspaper ad insertion.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Flett, D	03/29/2022	6.8	Call with S. Cherniak re actual cash flow, communications, monitors first report Enbridge and other items; review updated cash projection from company and email to M. Rombouts, K. Arnel re 3/26 actuals; further call with S. Cherniak re issues and cash flow reporting; review revised cash flow from company and emails with M. Rombouts on queries, timing; Continue preparation of First Report of the Monitor; email, voice mail from interested party re SISP; review company cash reporting and summarize/format for monitor report.
Finnegan, M	03/29/2022	0.5	Add documents to website.
Cherniak, S	03/29/2022	4.4	Review of email from CF re SISP. Respond. Emails re contact made by BDO to Medipharm. Call with C. Lonergan. Update L. Ellis and M. Rombouts. Review of M. Rombouts cash flow position. Discuss with D. Flett. Call with L. Ellis re various matters. Follow up email. Call with M. Rombouts to discuss cash flow and sales process. Review of updated cash flow. Discuss report content with D. Flett. Call from T. Hogan re update. Review of Motion Record and SISP procedures. Email from B. Blay. Respond. Email to/ from L. Williams re report. Respond. Email from Bevo Farms re interest. Respond. Send to M. Rombouts.
Flett, D	03/30/2022	5.2	Emails with L. Williams of TGF re monitor report content; review updated cash flow and disbursements reports from company and several emails with M. Rombouts; continue cash flow summary and variance analysis for monitors report; revisions to and finalize draft monitors report; emails, call with S. Cherniak re sale process, disbursements to date, Harrison Pensa fee payment and other issues; call with S. Cherniak to review draft monitors report and make revisions; email with L Williams, S. Cherniak re post filing disbursements to March 30; instructions to M. Finnegan re posting factum; prepare summary schedule of payments to be made later in WE 4/2; review TGF revisions to monitor's report.
Cherniak, S	03/30/2022	4.8	Review of emails to/from M. Rombouts re cash flow. Review of revised document. Call with L. Williams to discuss nonpayment of professional fees. Review of draft report. Review of queries from Thornton Grout Finnigan re discrepancy in spend. Call with L. Ellis re same. Send variance analysis. Emails with D. Flett re revisions to report. Email from interested party. Respond. Review of info request from CF. Review of email from M. Rombouts re meeting with interested party. Respond. Advise interested party. Review of ad in Globe. Send to Company for payment. Emails to/from Thornton Grout Finnigan re report. Review of factum. Review of email from Harrison Pensa re removal of data room milestone. Review and respond. Review of Thornton Grout Finnigan edits to first report and respond.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Flett, D	03/31/2022	5	Call with S. Cherniak re monitor report, company cash position; revisions to draft monitors report re future disbursements and variance analysis schedule; review further minor revisions from Thornotn Grout Finnigan; review final version of report after company review and prepare final version with appendix integrated; emails with L. William re further minor revisions; review March 23 motion record, Sept 30 2021 financial statements, other source documents and prepare OSB Forms 1 & 2; review updated payment and planned 4/1 payments from company and email to S. Cherniak with comments; email to K. Arnel re property tax documents; finalize OSB forms, forward to S. Cherniak for review and emails with M. Kelly re filing.
Finnegan, M	03/31/2022	0.5	Add documents to website
Cherniak, S	03/31/2022	5	Email to L. Ellis re status of payments. Update TGF. Call with L. Ellis. Discuss with D. Flett and finalize report. Review of final edits to report. Review of further edits from Thornton Grout Finnigan and Miller Thomson. Finalize and execute report. Emails from B. Blay re appraisals and agreement re approval of sale. Respond and review responses. Emails and call with T. Hogan re payment of BDO/Harrison Pensa bills. Email to L. Ellis and review response. Call with D. Samuels counsel for Township. Review and respond to email and follow up email re attendance at Court tomorrow. Review of payments made today and scheduled for tomorrow and compare them to the cashflow. Review and execute forms for filing with OSB. Emails re property taxes. Review of D. Flett queries on responses.
131.5 Total Time			

Staff	Office	Dept	Position	Rate	Time
Cherniak, S	London	Corporate Insolvency	Partner	\$550	56.4
Finnegan, M	London	Corporate Insolvency	Administrative	\$225	3.0
Flett, D	London	Corporate Insolvency	Vice President	\$475	71.7
Duwyn, R	Kitchener	Corporate Insolvency	Vice President	\$475	0.4
					131.5



Invoice # 05042022
Natural Medco Ltd.
HST Reg # 101518124RT0001

Natural Medco
2941 Napperton Drive
Strathroy, ON N7G 3H8

Attention: Melinda Rombouts

May 4, 2022

Re: Natural Medco Ltd.

For professional services rendered for the period March 23, 2022 to April 30, 2022 which includes time for CCAA monitoring and sales and marketing as per the attached detail.

Our Fee	\$ 93,900.00
Disbursements: postage	74.00
HST	<u>12,216.62</u>
Total amount Owing	<u>\$106,190.62</u>

REMITTANCE ADVICE

Cheque Payments to:
100-633 Colborne Street
London, ON N6B 2V3

Invoice #	05042022
Amount	\$106,190.62

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

May 4, 2022

For professional services rendered

Staff	Date	Time	Narrative
Taub, N	23-Mar-22	0.5	Internal team discussion with BDO Restructuring team.
Emad, U	23-Mar-22	0.5	Internal team discussion with BDO Restructuring team.
Taub, N	25-Mar-22	2.0	Internal call discussion; drafting request list and project plan.
Emad, U	25-Mar-22	1.5	Internal team discussion; and drafting/reviewing request list.
Emad, U	28-Mar-22	1.0	Review of court and drafted documents.
Taub, N	29-Mar-22	2.0	Internal team discussions; finalize request list and project plan.
Emad, U	29-Mar-22	2.3	Internal team discussions; draft CIM outline; finalize request list; and team correspondence.
Hornung, A	29-Mar-22	1.0	Info review; kickoff meeting.
Hornung, A	30-Mar-22	4.3	Buyers List - Compilation and screening of other projects; Correspondence.
Emad, U	31-Mar-22	0.5	Correspondence.
Hornung, A	31-Mar-22	0.5	Buyers list edits / correspondence.
Finnegan, M	1-Apr-22	1.5	Search for wire transfer of funds to BDO account by company. Add documents to website. Deal with OSB re registration and required documents. Prepare and mail creditors letter.
Flett, D	1-Apr-22	3.3	Attend court virtual hearing for comeback motion; call with S. Cherniak re creditor letter, sale process and brief review of corporate finance information list; emails with M. Rombouts, M. Finnegan re monitor mailing to creditors, information required; revision to OSB Form 2 with M. Finnegan; review franchise cannabis documents, M. Rombouts March 23 affidavit and prepare memo to S. Cherniak.
Cherniak, S	1-Apr-22	5.3	Review file and attend court re motion. Review orders. Review of emails from B. Blay re appraisal. Send Thornton Grout Finnigan non disclosure agreement. Review edited version and approve. Review of emails re rights of second secured from L. Ellis and I. Williams. Deal with creditor list and emails to L. Ellis and M. Rombouts re mailout of same. Deal with OSB re CCAA website. Creditor call. Discuss with M. Finnegan. Call with D. Vaiman from FCC. Review of agreement. Discuss same with L. Williams and D. Flett. Review of property tax bill from county of Middlesex counsel. Emails re payment of funds today. Receipt of non disclosure agreement back from B. Blay. Send appraisal. Email to L. Ellis re creditor list and letter to creditors. Review file for additional material on FCC. Send to L. Williams.
Hornung, A	1-Apr-22	0.3	Internal check in meeting.
Taub, N	1-Apr-22	3.0	Internal team discussion; drafting taser, and industry research.
Emad, U	1-Apr-22	1.5	Internal team discussion; and review draft buyers list.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Percy, C	1-Apr-22	2.0	Kick off meeting with client and related preparations.
Flett, D	4-Apr-22	4.2	Review emails re SISP from 4/01; emails from parties interested in assets and emails with S. Cherniak; review company prepared creditor listing with addresses, format, add secured creditor particulars and instructions to M. Finnegan to post to website; review order and bidding procedures, review and revise advertisement for sale process and forward to S. Cherniak; prepare summary of sale enquiries to date; call with S. Cherniak, M. Rombouts, Bevo Farms management re greenhouse, process; memo to S. Cherniak re Zenabis.
Cherniak, S	4-Apr-22	2.6	Emails from interested parties. Respond. Deal with SISP ad. Call with interested party. Follow up call with M. Rombouts. Further call with L. Williams. Review of creditors list. Review of interested party list.
Taub, N	4-Apr-22	3.0	Correspondence and internal team discussion; drafting CIM and Teaser; updates to project plan and IRL; industry research.
Hornung, A	4-Apr-22	3.3	Buyers list; correspondence.
Emad, U	4-Apr-22	1.5	Internal team discussions; correspondence; and review project plan and revised IRL.
Percy, C	4-Apr-22	2.5	Review client information, discussions with team, review draft deliverables.
Flett, D	5-Apr-22	4.5	Email to M. Rombouts re updated cash flow, weekly reporting of receipts and disbursements, inventory reports; call with H. Sutherland re interest in SISP; emails from other interested parties and update master list; calls with S. Cherniak re sale process and timing, land purchase option, press release and other issues; review detailed information list prepared by BDO M&A and add comments for background and direction, confirmation of documents on file.
Finnegan, M	5-Apr-22	0.5	Email to Globe for 2nd ad insertion. Receipt of proof and cost estimate. Approve proof.
Cherniak, S	5-Apr-22	3.2	Emails from CF re interested parties, info request and call tomorrow. Request Agenon disclosure agreement. Review and send email re meeting tomorrow. Emails from interested parties. Call with D. Flett re his call with interested party and site visits. Call with L. Williams re call with L. Ellis. Review of updated info request list. Review and approve finalized ad. Review of email to M. Rombouts re info required for monitoring.
Taub, N	5-Apr-22	3.0	Drafting CIM and Teaser.
Hornung, A	5-Apr-22	4.0	Buyers list.
Flett, D	6-Apr-22	4.0	Email with S. Cherniak, C. Percy, L. Ellis re SISP, Sale approval order; notice, press release; review updated cash flow forecast and email with K. Arnel re correction; call/meeting with BDO M&A, M. Rombouts and counsel, L. Harrison re SISP process and timetable; follow up call with S. Cherniak; call with M. Rombouts re tours, interested party enquiries, Mera tenancy; call with S. Cherniak re issues raised and conclusions of Rombouts call; email to M. Rombouts re SISP, tour

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
			request and scheduling, process for telephone enquiries; forward enquiries summary to C. Percy.
Cherniak, S	6-Apr-22	2.8	Emails from C. Percy re duties. Respond. Email to L. Ellis re press release. Review response. Prep for call with Company, counsel and M&A group. Attend call. Follow up calls with D. Flett re disclosure agreement and prospect list. Review of emails re cash flow and information requested. Send info request to M&A.
Taub, N	6-Apr-22	1.0	Kick off meeting with all parties including client; internal discussion.
Taub, N	6-Apr-22	2.0	Drafting CIM and Teaser; correspondence.
Hornung, A	6-Apr-22	7.3	Buyers list; kick off meeting; correspondence.
Emad, U	6-Apr-22	3.5	Kick off meeting with all parties, including the client; internal team discussion; review and/or draft Teaser and NDA.
Percy, C	6-Apr-22	2.0	Review client information, discussions with team, review draft deliverables.
Flett, D	7-Apr-22	3.5	Reply to interested party enquiries; email with JP Fuller re tour scheduling; review first 2 weeks receipts and payments report from company; summarize company reporting and prepare actual vs forecast for WE 3/26 and 4/2; call with S. Cherniak re cash flow reporting to bank, WE 4/2 variances; review draft teaser, NDA and emails to S. Cherniak, C Percy with comments.
Cherniak, S	7-Apr-22	3.4	Email from interested party. Respond. Review of emails from M. Rombouts re dealing with interested parties. Review and respond to email re Bevo farms. Discuss with D. Flett reporting to RBC re monitoring. Review cash flow sched. Email to M. Rombouts re BDO fees and placement in cash flow. Review of teaser and non disclosure agreement from M&A. Send edits. Review of D. Flett edits and final version sent to company. Review of company payments and receipts. Emails re responding to no site visit query. Query re Great West Life. Query from CRA. Respond.
Taub, N	7-Apr-22	3.5	Finalize teaser; drafting CIM; and correspondence.
Hornung, A	7-Apr-22	4.5	Buyer list edits; cim industry slides.
Emad, U	7-Apr-22	1.5	Finalize Teaser; review buyers list; and correspondence.
Finnegan, M	8-Apr-22	0.5	Calls and emails from creditors.
Cherniak, S	8-Apr-22	1.7	Review of M&A edits to teaser document. Emails re creditor calls. Review of cash flow. Send ad to Miller Thomson. Review and approve press release. Call with D. Hyde and H. Steinberg re interest. Review of interested party emails. Review of email from B. Blay re stalking horse and L. Ellis response.
Flett, D	8-Apr-22	0.5	Reply to emails from parties interested in SISP; S. Cherniak emails re press release, other matters; brief review of draft buyers list.
Taub, N	8-Apr-22	3.0	Drafting CIM.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Flett, D	11-Apr-22	4.2	Brief review of draft buyers lists; update BR&TS list for recent enquiries; email reply to creditor - J. Beallor; email with K. Arnel re Bell; call with S. Cherniak re sales process, Roelands enquiry, cash flow forecast; review updated cash flow forecast and emails with M. Rombouts on queries; call with A. Roelands re SISP process, potential interest; reply to enquiry - M. Caetano; review receipts and disbursement reporting from company and prepare actual cash flow summary to date and comments for RBC.
Duwyn, R	11-Apr-22	0.3	Call from creditor, direct to website and discuss no claim at this time.
Cherniak, S	11-Apr-22	2.2	Update from D. Flett on interested parties. Call with interested party. Review of emails from C. Percy to M. Rombouts re information flow. Emails to counsel re service list. Review of emails to/from Company re cash flow.
Finnegan, M	11-Apr-22	0.3	Call and email from creditors.
Hornung, A	11-Apr-22	1.5	Bl contact info CIM edits.
Percy, C	11-Apr-22	2.0	Document review and team discussion.
Flett, D	12-Apr-22	0.8	Emails with S. Cherniak re trim sale adjustment, draft reporting to RBC; forward actual cash flow and comments to G. Ivany of RBC; emails with M. Rombouts, C. Ottaviano re CRA review, NMC books and records.
Cherniak, S	12-Apr-22	1.2	Review of reporting email to RBC. Emails re CRA audit. Send Globe invoice to M. Rombouts. Email from RBC re interested parties. Respond.
Hornung, A	12-Apr-22	1.8	Bl contact info.
Taub, N	12-Apr-22	3.0	Review of information provided on dropbox; updates to tagged dataroom; updates to CIM.
Percy, C	12-Apr-22	2.0	Document review and team discussion.
Flett, D	13-Apr-22	1.3	Email to G. Ottaviano of CRA re NMC accounting and records, CRA review and introduce to K. Arnel; email with S. Cherniak, C. Percy re sale process; call with S. Cherniak re Franchise Cannabis and review correspondence, draft letter from Miller Thomson and schedule B; reply to email from interested party - V. Klacar.
Cherniak, S	13-Apr-22	2.6	Review emails re CRA audit. Review and respond to email from K. Arnel re payments. Call from C. Percy re update. Review email re follow up on info request. Follow up email to L. Ellis. Review of correspondence from Miller Thomson re ROFR and letter to FCC. Follow up call with L. Williams. Email from FCC requesting info on sales process. Respond.
Taub, N	13-Apr-22	0.5	Internal call.
Taub, N	13-Apr-22	3.0	Updates to CIM draft.
Hornung, A	13-Apr-22	7.5	Contact info.
Emad, U	13-Apr-22	0.5	Internal team discussions; and correspondence.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Cherniak, S	14-Apr-22	1.2	Emails to/from M. Rombouts re wires. Update from L. Ellis re info from M. Rombouts. Emails re data room being set up. Email re info for Bevo Farms. Email from FCC. Forward to Thornton Grout Finnigan re response. Email from interested party. Respond.
Flett, D	14-Apr-22	1.2	S. Cherniak, L Ellis emails re SISP documents; emails with S. Cherniak re wire transfers, eft's; emails from and call with U. Emad re information request list comments, documents on file to be uploaded to data room; M. Rombouts email re Bevo request and email to U. Emad re additional documents; review and respond to emails from interested parties.
Taub, N	14-Apr-22	2.0	Updates to CIM slides; dataroom management with dropbox upload and IRL updates.
Hornung, A	14-Apr-22	0.3	Dropbox download.
Emad, U	14-Apr-22	2.0	Internal team discussion; correspondence; and review of finalized draft of buyers list.
Flett, D	18-Apr-22	5.7	Review and reply to parties interested in SISP; email from C. Palmer of Cambridge, review with S. Cherniak and email with M. Rombouts re wire services; review facility, sales, financial and other documents in company drop box and download, organize; call with S. Cherniak re SISP update, Cambridge payments; emails with creditor - J. Beallor; further S. Cherniak, C .Palmer of Cambridge emails re wire service continuation; brief review of updated cash flow forecast, weekly cash report; review extensive plans, drawings, certifications and letters of conformance for greenhouse and organize, upload to data room; upload customer, financial and other information to data room; emails and call with S. Cherniak re zoning, fire department information and document upload; emails to M. Rombouts re property taxes, updated cash flow forecast query; additional document upload re insurance, financial and memo to U Emad re data room status and content.
Cherniak, S	18-Apr-22	2.9	Emails from M. Rombouts over weekend re cash flow. Email from K. Arnel re receipts and disbursements. Email from Cambridge payments re hold on account. Review and discuss with D. Flett. Reply to Cambridge. Review response and send to Company. Email to L. Ellis re potential call with FCC. Send email to FCC. Further email from D. Ward. Review of emails to interested parties. Review of email from creditor. Various emails re documents to be included in data room. Discussion with D. Flett re same. Review of emails and documentation re building permit orders and property taxes. Review of info from Cambridge re wires. Review of emails to M. Rombouts requesting info or clarification on documents.
Hornung, A	18-Apr-22	0.5	Correspondence & dataroom.
Emad, U	18-Apr-22	1.0	Internal team discussion; and correspondence.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Flett, D	19-Apr-22	3.2	Review updated cash flow forecast, weekly payment & deposit report from company and update cumulative cash flow variance schedule; prepare and issue email to G. Ivany of RBC with comments on weekly cash flow; review forecast Medipharm/Adrex sales, sales and payment history and query to M. Rombouts on status of April - July forecast shipments; email from V. Mafilovich re debenture holder, review financial statement notes and email to M. Rombouts.
Cherniak, S	19-Apr-22	1.3	Emails re info for data room. Call with interested party. Follow up email. Review of reporting to RBC. Email to lawyer for county re property tax. Review response. Email to L. Ellis re property search. Review response. Review of emails to m. Rombouts requesting info.
Taub, N	19-Apr-22	5.5	Dataroom upload management; IRL and project plan updates; and CIM updates per new information provided in dataroom.
Hornung, A	19-Apr-22	5.0	Contact gathering; CIM slides.
Emad, U	19-Apr-22	1.5	Internal team discussions, including discussion on draft CIM; review of information received, and dataroom set up.
Flett, D	20-Apr-22	1.2	Emails with M. Rombouts re status of 2020 convertible debenture holders, current amounts owing; emails with V. Mafilovich re 2757447 Ontario Eve debenture; update creditor list re debenture; L Ellis, C Percy emails re SISP call.
Cherniak, S	20-Apr-22	1.2	Email re call with FCC. Call with T. Hogan re update. Review of emails re call with M. Rombouts. Review of emails re debenture.
Finnegan, M	20-Apr-22	0.3	Call and email re creditor questions.
Taub, N	20-Apr-22	2.0	CIM and databook; correspondence.
Hornung, A	20-Apr-22	3.3	Databook; meeting with client and staff.
Emad, U	20-Apr-22	1.0	Internal team discussions; and correspondence.
Flett, D	21-Apr-22	2.6	Further emails with S. Cherniak, V. Mafilovich re 2020 debenture; update creditors list; update; call with M. Rombouts, L Ellis, BDO M&A re sale process, buyers list, information request and other matters; forward update enquiry list to C. Percy; brief email to S. Cherniak to summarize SISP call; call with C. Percy re SISP timetable, company comments on documents, additional information list; email to U. Emad with 2021 financial statements; call with S. Cherniak SISP timetable, information request list and other updates; email with E Chun, update creditor list and instructions to M. Finnegan.
Cherniak, S	21-Apr-22	1.1	Emails re debenture holder. Email to m. Rombouts re fees. Emails re info for data room. Update on Corporate Finance call from D. Flett.
Taub, N	21-Apr-22	2.0	Dataroom; IRL and CIM updates; databook.
Hornung, A	21-Apr-22	3.5	Buyers List edits, Databook, Dataroom, and internal meetings.
Emad, U	21-Apr-22	4.8	Internal team discussion; review of databook; review and edits of the CIM.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Cherniak, S	22-Apr-22	1.5	Call with D. Vaiman and Thornton Grout Finnigan and Miller Thomson. Follow call with L. Williams. Email re updated creditor list. Review and approve for posting on website. Emails wires. Advise Thornton Grout Finnigan of wire. Review of updated cash flow. Review of email re call required re FCC.
Taub, N	22-Apr-22	2.0	Dataroom, IRL and CIM, databook.
Emad, U	22-Apr-22	3.0	Finish review of the databook; continue review and of the CIM.
Hornung, A	22-Apr-22	3.0	Databook; CIM edits.
Emad, U	24-Apr-22	1.0	Complete review of the first draft of the CIM.
Flett, D	25-Apr-22	3.2	Review C. Percy email, updated incremental information request list and buyers list; review updated cash flow forecast from company; call with U. Emad re 2021 financials, CIM status, Eve and Co expenses etc; email to E. Emad with Eve & Co, International background and comments re Eve & Co payroll; Call with L. Ellis, M. Rombouts BDO M&A re information request, buyers lists; call with S. Cherniak, L. Ellis, M. Rombouts re Franchise Cannabis agreement; call with S. Cherniak re FC, data room, cash flow; email with M. Rombouts re property taxes; review BOL import permit; email with U. Emad re dropbox document access and upload; brief review of additional documents uploaded by company.
Cherniak, S	25-Apr-22	2.1	Call with Thornton Grout Finnigan, Miller Thomson and Harrison Pensa re FCC. Emails re info for data room. Call with BDO, M. Rombouts and Miller Thomson re teaser, NDA and target list. Further call with company and Miller Thomson re FCC. Emails from D. Flett re data room. Email re property tax info. Review of payment ledger from K. Arnel.
Taub, N	25-Apr-22	2.0	Meetings with team and datasite kickoff call.
Taub, N	25-Apr-22	2.0	Bid process letter, IRL and project plan updates, dataroom management for dropbox upload.
Emad, U	25-Apr-22	2.0	Internal team discussion; call with client; and launch of marketing platform for the deal.
Hornung, A	25-Apr-22	5.8	'Ddatasite Tutorial; Internal meeting; CIM edits; Databook edits Dataroom and New document Comp.; 'External meeting; Datasite sign up; correspondence.
Flett, D	26-Apr-22	4.5	Review draft CIM and call with S. Cherniak on general comments; email to C. Percy with general comments on CIM, additional documents and request to discuss; update cash flow forecast with cumulative variances for WE 4/23 from payment and deposit reporting received from company; review email from M. Rombouts and updated bulk sales forecast re request for Medipharm update; prepare email to G. Ivany of RBC with weekly cash report and comments on variances; emails with T. Hogan re BOL import permit, order and deposit status; email to M. Rombouts re additional BOL information; emails with U Emad re CIM; brief review of previous PI investor presentation.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Cherniak, S	26-Apr-22	2.1	Review of CIM. Discuss with D. Flett. Review of emails from M. Rombouts. Review of query by T. Hogan re BOL. Review BDO response. Review of email to RBC. Review of Thornton Grout Finnigan account.
Taub, N	26-Apr-22	2.0	CIM and databook updates; project plan update; dataroom management; internal discussion.
Emad, U	26-Apr-22	2.5	Internal team discussions; and review of CIM and databook following providing team comments.
Hornung, A	26-Apr-22	0.8	Correspondence; BL updates.
Percy, C	26-Apr-22	1.0	Discussion with team, review draft deliverables.
Flett, D	27-Apr-22	2.6	Lengthy call with C. Percy, U. Emad to review CIM - edits, suggested revisions and status items to be reviewed with M. Rombouts; prepare revisions for certain sections of CIM - financial overview, product overview and forward to U. Emad; review revised and updated CIM and Notes to draft summary sheet; email to U. Emad re minor revisions; email to T. Hogan re BOL order status.
Cherniak, S	27-Apr-22	0.5	Review of emails re CIM.
Taub, N	27-Apr-22	3.0	CIM discussion with restructuring team; and corresponding updates to the CIM and IRL based on discussions.
Emad, U	27-Apr-22	3.0	Review of CIM meeting with BDO Restructuring (D. Flett); internal team discussion to follow; and finalize draft of the CIM for client review, including list of open items to discuss.
Hornung, A	27-Apr-22	6.0	Internal meetings; buyers list reformatting & import into datasite; datasite set up call.
Percy, C	27-Apr-22	2.0	Document review, discussion with team.
Cherniak, S	28-Apr-22	0.2	Call with T. Hogan.
Emad, U	28-Apr-22	3.5	Internal team discussions; draft marketing Teaser and NDA email; and formal launch of the marketing of the deal, including reaching 130+ buyers with the Teaser and NDA.
Taub, N	28-Apr-22	4.3	CIM updates; marketing outreach; project plan and IRL updates; internal meetings and correspondence.
Hornung, A	28-Apr-22	3.5	Outreach support; tracker updates; internal meetings.
Flett, D	29-Apr-22	1.2	Review T. Hogan, L. Ellis emails re cash flow forecast; call with S. Cherniak re cash flow variances, disbursement timing differences Ellis query; email to L. Ellis with recent cash flow variance summary and comments; emails with U. Emad re NDA request; C. Percy email re update on teaser, NDA distribution and review NDA tracker; email from M. Rombouts re cash flow variances.
Cherniak, S	29-Apr-22	2.2	Email from T. Hogan re discrepancies from plan. Further email from L. Ellis. Discuss with M. Rombouts. Call with D. Flett. Reply to T. Hogan. Review of response to L. Ellis. Review of emails from M&A group re NDA and prospect list.

Eve & Co Incorporated, Natural Medco Ltd and Eve & Co International Holdings Ltd

Staff	Date	Time	Narrative
Taub, N	29-Apr-22	2.0	Client update and internal discussion, marketing correspondence and datasite updates.
Hornung, A	29-Apr-22	2.0	Outreach; correspondence, datasite updates, etc.
Emad, U	29-Apr-22	3.0	Internal team discussions, correspondence related to marketing efforts and follow ups; internal team discussion; update IRL; and marketing update to client.
Percy, C	29-Apr-22	1.5	Client update, discussion with team, review draft deliverables.

284.4 Total Time

Staff	Office	Dept	Position	Rate	Time
Cherniak, S	London	Corporate Insolvency	Partner	\$550	41.3
Finnegan, M	London	Corporate Insolvency	Administrative	\$225	3.1
Hornung, A	Edmonton	FAS M&A Capital Markets	Jr. Analyst	\$160	69.25
Percy, C	Toronto	FAS M&A Capital Markets	Partner	\$705	15.0
Taub, N	Toronto	FAS M&A Capital Markets	Jr. Analyst	\$160	58.25
Emad, U	Toronto	FAS M&A Capital Markets	Manager	\$375	42.5
Flett, D	London	Corporate Insolvency	Vice President	\$475	51.7
Duwyn, R	Kitchener	Corporate Insolvency	Vice President	\$475	0.3

284.4



Invoice # 06142022
Natural Medco Ltd.
HST Reg # 101518124RT0001

Natural Medco
2941 Napperton Drive
Strathroy, ON N7G 3H8

Attention: Melinda Rombouts

June 14, 2022

Re: Natural Medco Ltd.

For professional services rendered for the period May 1, 2022 to June 13, 2022, which includes time for CCAA monitoring and sales and marketing as per the attached detail.

Our Fee	\$ 76,106.00
Disbursements:	0.00
HST	<u>9,893.78</u>
Total amount Owing	<u>\$ 85,999.78</u>

REMITTANCE ADVICE

Cheque Payments to:
100-633 Colborne Street
London, ON N6B 2V3

Invoice #	06142022
Amount	\$ 85,999.78

June 14, 2022

For professional services

Staff	Date	Time	Comments
Emad, U	1-May-22	3.0	Team discussions, correspondence, marketing efforts, and client update. Update the IRL.
Cherniak, S	2-May-22	1.9	Review of email from D. Samuels re property taxes and MPAC. Forward to L. Ellis with commentary. Forward to L. Williams with further commentary. Review of cash flow from M. Rombouts. Review of NDA from Bevo. Reply to M. Rombouts. Review of Miller Thomson letter to FCC. Review of email re FCC retaining counsel. Email from interested party. Review response from M&A. Review of weekly deposit report from K. Arnel.
Taub, N	2-May-22	3.0	Update to CIM, internal calls with M&A group, datasite updates.
Hornung, A	2-May-22	2.5	Tracker updates/ outreach support / internal correspondence.
Cherniak, S	3-May-22	1.1	Review of emails re updating M&A on responses to questions. Review of D. Flett emails to K. Arnel re queries on receipts and payments. Review of reporting to RBC.
Flett, D	3-May-22	4.7	Review M. Rombouts email with updated cash flow and comments re Israel order, disbursement variances; review S. Cherniak, L. Williams, L. Ellis emails and Miller Thomson letter re Franchise Cannabis, property tax assessment issue; review MPAC documents re reassessment; review emails from interested parties and S. Cherniak, N. Taub responses; email to N. Taub with requested financial information and comments re cash flow forecast; review weekly payment and deposit reporting, email with K. Arnel on queries and prepare updated actual cash flow and variances; email to G. Ivany of RBC with actual cash flow and comments re variances; email with N. Taub re ebitda adjustments query.
Taub, N	3-May-22	5.0	CIM updates, internal call, updates to datasite, IRL and project plan update (request for accountant), call with Melinda to review IRL & CIM.
Hornung, A	3-May-22	1.8	Marketing updates; new contact info search; external & internal correspondence.
Percy, C	3-May-22	1.5	Discussion with team re: development of key deliverables (CIM, Teaser, Target List) and outstanding information requirements.
Cherniak, S	4-May-22	0.9	Review of emails from M&A group. Review response. Review of email from RBC. File admin.
Finnegan, M	4-May-22	0.5	Creditor email. File admin
Flett, D	4-May-22	0.7	Review updated cash flow and M Rombouts comments re forecast Medipharm sales and receipts, voice mail and email form S. Antonio of OSC.
Taub, N	4-May-22	3.0	Prepare CIM; update dataroom; draft outreach follow up emails
Hornung, A	4-May-22	0.3	Internal correspondence.

Staff	Date	Time	Comments
Emad, U	4-May-22	3.0	Catch-up on deal correspondence, continued marketing, project status update, NDA reviews, and CIM edits.
Cherniak, S	5-May-22	1.0	Review of emails re OSC. Call with D. Flett re same. Review of email to L. Ellis. Review of Cambridge payments. Review of revised CIM. Email re Universal Fabricating. Emails re interested party.
Finnegan, M	5-May-22	0.5	File admin.
Flett, D	5-May-22	2.8	Emails and call with S. Antonio of OSC and review news release of prior trading halt; email to and call with S. Cherniak re OSC request of any concerns with cease trade order; email to L. Ellis re OSC and pending cease trade order; review executed universal contract from M. Rombouts and forward to U. Emad with comments re data room; call with N. Taub, U. Emad re ebitda adjustments and forward information re biological assets; review updated draft CIM and prepare detailed email to C. Percy, M&A team with comments re T. Cann, ebitda adjustments for cannabis accounting items, other revisions and edits.
Hornung, A	5-May-22	3.5	Internal meeting x2, send follow-ups, update tracker, marketing summary.
Taub, N	5-May-22	3.0	Discussion and coordination for marketing follows, finalize CIM, launch external dataroom.
Emad, U	5-May-22	3.0	Marketing follow ups, marketing update, buyer correspondence, NDA edits, sharing reviewed ndas for signing.
Emad, U	5-May-22	4.0	Prepare / review CIM, and databook.
Cherniak, S	6-May-22	1.2	Emails re OSC from Miller Thomson and OSC. Review of final CIM. Review of email re interested party questions. Respond. Review of Thornton Grout Finnigan account.
Flett, D	6-May-22	0.9	Several emails with L. Ellis, A. Kline of Miller Thomson and S. Antonio of OSC re failure to file cease trading order, company plans to remedy and timing; review emails from C. Percy re finalize CIM, NDA status, marketing summary to date; review email from H. Sutherland.
Taub, N	6-May-22	2.0	Team huddle, marketing & correspondence, finalize CIM
Hornung, A	6-May-22	1.0	Marketing summary / updates; internal correspondence
Emad, U	6-May-22	2.0	Finalize CIM edits.
Emad, U	6-May-22	2.0	Marketing and NDA updates, sending out the CIM and correspondence.
Percy, C	6-May-22	1.5	Review and development of key project deliverables (CIM, Teaser, Target List), discussion with team.
Cherniak, S	9-May-22	2.9	Review of cash flow and update from M. Rombouts. Discuss cash flow and response to email from interested party with D. Flett. Review of draft email and approve same. Email to L. Ellis re Rombouts option to purchase. Review of response by Miller Thomson to OSC. Review of update on marketing status from C. Percy. Compile fees email and send to M. Rombouts. Obtain and review Harrison Pensa fees. Email to C. Percy re Rombouts purchase

Staff	Date	Time	Comments
			option. Review of last weeks receipts and disbursements. Review of response from FCC counsel to Miller Thomson.
Flett, D	9-May-22	3.8	Review M. Rombouts option to purchase land; call with S. Cherniak re updated cash flow, BOL order status, Franchise Cannabis, H. Sutherland enquiry, approach to land purchase option; review weekly cash flow update and email to M. Rombouts with queries; review H. Sutherland enquiry to U. Emad and draft reply re structure, option to purchase land; review company prepared weekly payments and deposits report and start weekly cash flow summary with variances.
Taub, N	9-May-22	0.5	Marketing tracking and updating, correspondence.
Hornung, A	9-May-22	0.3	Correspondence/updates.
Emad, U	9-May-22	1.0	Deal correspondence.
Cherniak, S	10-May-22	1.1	Review of correspondence from OSC re cease trade order. Review of updated reporting from M. Rombouts. Review of reporting to RBC and to Company. Review of RBC query and BDO response. Review of query from FCC and M&A question re same. Draft response for M&A to send.
Flett, D	10-May-22	3.3	Prepare weekly actual cash flow and variance summary; email with M. Rombouts re queries in Israel orders, excise tax; prepare email to G. Ivany of RBC with weekly cash flow summary and comments on variances, cash position; email U. Emad re D. Vaiman enquiry on land purchase option; email with G. Ivany re BOL export permit; email with M Rombouts, K. Arnel re weekly cash flow summaries in CCAA format; reply to G. Ivany enquiry with teaser, CIM and SISP update.
Taub, N	10-May-22	1.0	Coordination, inviting potential buyers to external dataroom
Hornung, A	10-May-22	0.3	Internal correspondence
Emad, U	10-May-22	1.0	Review dataroom, updates to deliverables and correspondence.
Cherniak, S	11-May-22	1.3	Review of emails to/from RBC re reporting questions. Review of email string from L. Williams re factoring company corr. Respond. Call with T. Hogan re update. Call from interested party. Forward to M&A. Call with C. Percy re update. Review of wire from Cambridge payments.
Flett, D	11-May-22	0.5	Review S. Cherniak and Capital Now emails re factoring agreement amount outstanding; review emails from interested parties, wire confirmation.
Hornung, A	11-May-22	1.0	CIM Tracker; Internal Correspondence; Marketing updates.
Emad, U	11-May-22	1.5	Correspondence and CIM follow up.
Cherniak, S	12-May-22	0.6	Call from T. Hogan re update. Review of email from Harrison Pensa outlining concerns. Email from G. Ivany. Respond.
Flett, D	12-May-22	0.5	MS teams chat with U. Emad re inventory list and forward detailed inventory at Apr 27, 2021 with comments; review T. Hogan email to company and counsel re cash flow.
Taub, N	12-May-22	0.5	Marketing updates and correspondence.

Staff	Date	Time	Comments
Hornung, A	12-May-22	0.3	Internal correspondence.
Emad, U	12-May-22	1.0	Internal discussions and deal correspondence.
Cherniak, S	13-May-22	0.4	Review of emails from M. Rombouts re cash flow. Review of email from Cambridge. Review of email from L. Williams re FCC response.
Emad, U	13-May-22	2.0	Review / draft bid process letter, and correspondence.
Cherniak, S	16-May-22	1.4	Call with RBC re update. Review of cashflow from M. Rombouts. Review of payments from K. Arnel. Email to Thornton Grout Finnigan re payment. Emails re Harrison Pensa funds. Review of email from Thornton Grout Finnigan re update on FCC.
Flett, D	16-May-22	3.3	Review updated cash flow, M. Rombouts comments and BOL export permit; email from L. Williams re Franchise Cannabis update; emails with S. Cherniak re cash flow forecast, restructuring fees timing; review weekly payment and deposit reports from company and email with K. Arnel; email with M Rombouts re provincial sales and collection; prepare and format weekly cash flow report for RBC; prepare to G. Ivany of RBC with weekly cash flow reporting and comments.
Emad, U	16-May-22	0.5	Correspondence and internal discussions.
Cherniak, S	17-May-22	2.2	Review of BDO reporting to RBC. Review of L. Ellis email re call next week. Call with T. Hogan re Ellis email. Call with G. Ivany re same. Update D Flett. Deal with wire transfer. Review of Harrison Pensa reply to request for meeting re additional info.
Finnegan, M	17-May-22	0.3	Receipt of funds from company.
Flett, D	17-May-22	1.2	Issue weekly cash flow report and comments to G. Ivany of RBC; review L. Ellis reply to bank and request for call; call with S. Cherniak re cash position, BOL status, provincial sales and upcoming call with RBC; review updated bulk sales forecast and email to M. Rombouts with query re Adrex.
Hornung, A	17-May-22	1.0	External meeting; internal meeting/updates; outreach updates
Taub, N	17-May-22	2.0	Correspondence, discussion with potential buyer, updates to marketing.
Emad, U	17-May-22	1.0	Investor call, correspondence and deal updates.
Percy, C	17-May-22	1.5	Market outreach, discussion with team on marketing phase, discussion with potential buyers.
Cherniak, S	18-May-22	3.1	Review of email from L. Williams re factoring correspondence. Discuss with L. Williams. Discuss with D. Flett review of email to Medco. Call with L. Ellis re new developments re cash flow. Emails re meeting. Call with M. Rombouts and D. Flett re revisions to cash flow. Review of emails re same. Review of email from M. Rombouts re potential positive developments.

Staff	Date	Time	Comments
Flett, D	18-May-22	3.1	Emails from S. Cherniak, L. Ellis re update on various issues, call with RBC; lengthy call with M. Rombouts, S. Cherniak re BOL, Bavaria status, cash position, 3 tenant scenario, dry tolling; follow-up call with S. Cherniak on cash position, Capital Now issues; review emails from A. Miller of Capital Now and statements and factoring statements; prepare reconciliation of company cash balance to BDO prepared weekly CCAA format summary; brief review of updated NDA-CIM tracker.
Hornung, A	18-May-22	3.5	Marketing Update - External Meetings - Internal meeting; Info Review.
Taub, N	18-May-22	3.0	Correspondence, discussion with potential buyer, updates to marketing.
Emad, U	18-May-22	2.0	Continued marketing, correspondence, and two separate investor calls plus prep.
Cherniak, S	19-May-22	0.7	Review of updated interested party list. Review of D. Flett responses to factoring email.
Flett, D	19-May-22	1.2	Review Capital Now statements, agreement and correspondence, Eve AR listing and prepare memo to L. Williams of Thornton Grout Finnigan on balance owing; review Eve pre-CCAA payables reporting and prepare further emails to L. Williams re most recent accounts factored, accrued interest to reconcile balances.
Hornung, A	19-May-22	1.0	External meeting; internal correspondence; outreach updates.
Taub, N	19-May-22	2.5	Correspondence, discussion with potential buyer, follow up emails to teaser and NDA, updates to marketing.
Emad, U	19-May-22	2.5	Marketing update and review, and correspondence, two separate investor calls plus prep.
Percy, C	19-May-22	2.0	Market outreach, discussion with team on marketing phase, discussion with potential buyers.
Flett, D	23-May-22	0.8	Review update memo on SISP status and tracking schedules from C. Percy; review updated cash flow and email to M. Rombouts with queries re BOL order deferral scenario, provincial AR forecast.
Cherniak, S	24-May-22	1.5	Emails from Purolator on Friday May 20. Forward to K. Arnel and review responses. Emails re cash flow and meeting. Review of receipts and disbursements from K. Arnel. Review of cash flow sent to RBC. Emails to L. Williams re L. Ellis emails re cash flow. Review of emails to C. Percy re meeting. Review of emails from T. Hogan to L. Ellis re lack of cash flow from Company. Review responses.
Flett, D	24-May-22	4.0	Prepare and issue memo to RBC summarizing 5/17 call with M. Rombouts - Bavaria Weed, BOL, utilities most recent cash flow forecast and cash position; call with M. Rombouts re interested parties to date; review weekly payments and deposits report from K. Arnel and prepare weekly cash flow and cumulative variance summary report; email to G. Ivany of RBC with summary cash flow and comments; call with T. Hogan re BOL; review BOL emails re order details.

Staff	Date	Time	Comments
Cherniak, S	25-May-22	1.3	Review of emails re cancelling meeting. Email from L. Ellis requesting call re cash flow. Discuss with D. Flett. Review of BOL email string. Review of d. Flett update from call with L. Ellis and M. Rombouts. Review of cash flow updates from m. Rombouts. Email from I. Williams re update. Respond.
Flett, D	25-May-22	2.6	Email with L. Ellis, T. Hogan re call on cash flow; call with S. Cherniak re no BOL cash flow scenario; review M. Rombouts emails re provincial sales, BOL, Medipharm, revised cash flow scenarios; call with L. Ellis, M. Rombouts re BOL issues and status, revised cash flow scenario, bulk sales shortfall; further call with M. Rombouts re BOL removed cash flow scenario, replacement buyers; prepare memo to S. Cherniak re call with M. Rombouts, L. Ellis; review; edits to updated cash flow projection to estimate short term cash.
Taub, N	25-May-22	0.5	Updates to marketing.
Hornung, A	25-May-22	0.3	Internal correspondence/updates.
Emad, U	25-May-22	0.5	Correspondence.
Cherniak, S	26-May-22	1.0	Call with D. Flett to discuss his call with L. Ellis and M. Rombouts. Review of emails with T. Hogan and D. Flett. Message to D. Flett and respond to T. Hogan. Review of cash flows.
Flett, D	26-May-22	4.3	Emails with L. Ellis, M. Rombouts re updated cash flow projection status; call with S. Cherniak re summary of 5/25 call with M. Rombouts, cash flow assumption issues; review updated cash flow forecast under two scenarios, M. Rombouts comments and analysis versus results to date and forecast as filed; prepare detailed comments to T. Hogan on cash position, June 1 RBC payment and updated cash flow forecasts assumptions and risks; emails with M. Rombouts re updated forecast assumptions, WE 5/21 bulk sales status.
Taub, N	26-May-22	2.0	Follow up to teaser and NDA, updates to marketing, internal correspondence and communication.
Hornung, A	26-May-22	0.5	Marketing tracking/updates.
Emad, U	26-May-22	2.0	CIM and marketing follow up, and correspondence.
Percy, C	26-May-22	1.0	Discussion with client re: status of marketing phase, and related follow up with team.
Cherniak, S	27-May-22	1.0	Review of emails from D. Flett and M. Rombouts re updated cash flow.
Flett, D	27-May-22	0.8	Review updated cash flow from M. Rombouts and email query re cash position; email summary to T. Hogan of updated cash flow and WE 6/4 cash position issues and provincial sales collections.
Taub, N	27-May-22	1.0	Discussion and correspondence, marketing update.
Hornung, A	27-May-22	0.8	Marketing updates/correspondence.
Emad, U	27-May-22	2.0	Deal correspondence, CIM follow up, marketing update and dataroom edits.
Cherniak, S	30-May-22	1.0	Review of emails from Cambridge. Review of updated receipts and disbursements. Review of emails from D. Flett.

Staff	Date	Time	Comments
Flett, D	30-May-22	2.6	Review M. Rombouts emails re forecast provincial collections, Bavaria weed revised settlement; review greenhouse related documents on hand and data room re U. Emad, interested party enquiries; review company weekly payments and deposits report and emails with K. Arnel; prepare weekly actual cash flow and variance summary report and forward to G. Ivany of RBC, counsel with comments on cash position; forward weekly cash flow variance summary to M Rombouts, L. Ellis.
Hornung, A	30-May-22	0.3	Marketing tracking & internal correspondence.
Cherniak, S	31-May-22	1.1	Discussion with D. Flett re status of the file. Call with T. Hogan re same. Review of emails re interested party.
Flett, D	31-May-22	0.5	Voice mail from, emails with A. Lemieux-Cardinal re interest in SISP process; call with S. Cherniak re cash position update, provincial collections, Bavaria offer.
Emad, U	31-May-22	1.0	Correspondence.
Hornung, A	31-May-22	0.3	Internal correspondence & marketing tracking.
Cherniak, S	1-Jun-22	0.5	Call with M. Rombouts and D. Flett re update on cash receipts. Further discuss with D. Flett.
Flett, D	1-Jun-22	0.5	Call with S. Cherniak, M. Rombouts re week to date cash collections, Bavaria Weed offer to settle; email to K. Arnel re query on cash position, provincial collections query.
Hornung, A	1-Jun-22	0.3	Tracking updates & correspondence.
Cherniak, S	2-Jun-22	1.3	Review of emails with K. Arnel re updated receipts. Call with D. Flett. Email and call with T. Hogan re same. Review of email from U. Emad re building permits. Discuss response with D. Flett and review his response.
Flett, D	2-Jun-22	1.7	Emails with K. Arnel re weekly cash receipts to date and related call with S. Cherniak; call with S. Cherniak re Township of Adelaide Metcalfe issues, data room; email and township related attachments to U. Emad re greenhouse technical documents, unresolved issues with Township; call with C. Percy re process letter, qualified bidders, interest to date; review sale process approval order.
Hornung, A	2-Jun-22	1.5	Potential buyer call, internal update meeting, marketing tracking.
Taub, N	2-Jun-22	2.0	Internal discussion and coordination on next steps, process letter , discussion with initiative capital.
Cherniak, S	3-Jun-22	0.5	Review of email from M. Rombouts re weekly reporting. Respond. Review of email from Cambridge re wire transfer.
Cherniak, S	6-Jun-22	1.4	Review of cash flow reporting from M. Rombouts. Call with WSIB. Email to Company re same. Call with T. Hogan re update. Review of receipts and disbursements from K. Arnel. Review of D. Flett query to M. Rombouts. Discuss reporting to RBC with D. Flett. Email to L. Ellis re building permits. Discuss with D. Flett re qualifying buyers. Review of email from M&A re tenants in building.

Staff	Date	Time	Comments
Flett, D	6-Jun-22	3.3	Review M. Rombouts, S. Cherniak emails re WSIB; review updated cash flow forecast from M. Rombouts; review weekly payments and deposit report from company and emails with K. Arnel; email with M. Rombouts re provincial AR collections; prepare weekly cash flow summary, variance analysis and comments to RBC; call with S. Cherniak re process letter, qualified bidders; email to A. Hornung re reply to buyer enquiry on tenant status.
Hornung, A	6-Jun-22	1.8	Internal correspondence; marketing summary document compilation.
Cherniak, S	7-Jun-22	2.5	Calls from T. Hogan re questions on the cash flow. Review of reporting to RBC. Obtain answer to T. Hogan query re insurance and send. Call with L. Williams re update. Review file and send emails to L. Ellis re topics for call. Review of her email to L. Ellis requesting meeting. Review of draft pre-qualification letter. Call with M&A team re letter and update. Further call with D. Flett.
Flett, D	7-Jun-22	1.8	Issue email with weekly cash flow comments to G. Ivany of RBC; S. Cherniak email re Franchise Cannabis; email to S. Cherniak re T. Hogan enquiry on insurance payment, expected credit; review T. Hogan email to L. Ellis re cash flow variances, cash position; review draft bid process letter from U. Emad; call with BDO M&A re draft bid process letter, interest to date, franchise cannabis, general status.
Taub, N	7-Jun-22	1.5	Internal discussion and coordination regarding marketing, discussion of bid process letter, updates to qualifying bidder letter and bid process letter.
Hornung, A	7-Jun-22	0.8	Internal meeting & correspondence.
Cherniak, S	8-Jun-22	1.6	Review of email from L. Ellis re meeting. Various emails to/from L. Williams re meeting. Email re Bavaria settlement update. Review of update from M&A to M. Rombouts. Review of sales process letter and make edits. Send to M&A. Review email to M. Rombouts. Review of email from Cambridge re wire.
Flett, D	8-Jun-22	1.1	L. Ellis email re zoning, property tax and other issues; emails with S. Cherniak re land option, Universal; brief review of marketing summary and CIM tracker from C Percy; review draft bidder qualification letter and provide comments to S. Cherniak; emails from L. Ellis, L. Williams re call, Bavaria Weed.
Hornung, A	8-Jun-22	0.3	Internal correspondence.
Cherniak, S	9-Jun-22	1.8	Call with L. Williams re update on Bavaria Weed deal and her call with D. Ward. Review of reporting email from D. Ward. Call with L. Ellis, D. Ward, L. Williams and M. Rombouts re update. Review of email re property tax. Review of email to M. Rombouts re property tax. Email re option to purchase and data room.
Flett, D	9-Jun-22	1.5	Review D. Ward of Miller Thomson email and schedules re Bavaria Weed settlement; review property tax bills, correspondence, data room and email to S. Cherniak; conference call with M. Rombouts, L. Ellis, Thornton Grout Finnigan re Bavaria Weed, BOL, cash position, permits, property taxes and other issues; review land option to purchase, data room and emails with S. Cherniak, U. Emad; emails with U. Emad re data room and access.

Staff	Date	Time	Comments
Cherniak, S	10-Jun-22	1.2	Call with T. Hogan re update. Email from/to L. Williams. Email from M&A re Melinda. Respond. Brief review of emails from M. Rombouts and L. Ellis. Review of email from T. Hogan re request for meeting. Respond.
Hornung, A	10-Jun-22	0.3	Internal correspondence.
Cherniak, S	13-Jun-22	2.4	Detailed review of cash flow from M. Rombouts. Review of WCS cash flow also from M. Rombouts. Discuss both with D. Flett. Review of interested party email. Review of updated weekly R&D from K. Arnel. Review of insurance query. Call with Harrison Pensa, RBC and Thornton Grout Finnigan. Review of Harrison Pensa account and emails to/from L. Ellis.
Flett, D	13-Jun-22	4.2	Emails from U. Emad, S. Cherniak re Gubbels enquiry; review updated cash flow forecast and company prepared worst case scenario forecast including bulk sale and replacement sale details, notes to file; lengthy call with G. Ivany of RBC, T. Hogan, L. Williams re cash position, BOL, worst case forecast, professional fees positions; Bavaria Weed, sale process to date, property taxes and other issues; review property tax documents on hand and emails with S. Cherniak; emails with U. Emad re data room; access and brief review of external data room; call with M Cornelissen re sale process and email with M & A re enquiry; detailed review of greenhouse construction related content in external data room and email to U. Emad re documents not migrated.
195.6 Total Time			

Staff	Office	Dept	Position	Rate	Time
Cherniak, S	London	Corporate Insolvency	Partner	\$550	39.9
Finnegan, M	London	Corporate Insolvency	Administrative	\$225	1.4
Hornung, A	Edmonton	FAS M&A Capital Markets	Jr. Analyst	\$160	23.6
Percy, C	Toronto	FAS M&A Capital Markets	Partner	\$705	7.5
Taub, N	Toronto	FAS M&A Capital Markets	Jr. Analyst	\$160	32.5
Emad, U	Toronto	FAS M&A Capital Markets	Manager	\$375	35.0
Flett, D	London	Corporate Insolvency	Vice President	\$475	55.7
					195.6



Tel: 519 660 6540
 Fax: 519 439 4351
 www.bdo.ca

BDO Canada Limited
 100-633 Colborne Street
 London, ON N6B 2V3

Strictly Private & Confidential

Natural Medco
 2941 Napperton Drive
 Strathroy, ON N7G 3H8

Attention: Melinda Rombouts

Date	Invoice
October 28, 2022	CINV08282022

RE: Natural Medco

OUR FEE FOR PROFESSIONAL SERVICES rendered for the period June 14, 2022 to October 27, 2022 which includes time for CCAA monitoring and sale and marketing as per the attached detail:

Our Fee	\$ 189,489.50
HST - 13.00% (#R101518124)	24,633.64
TOTAL	\$ 214,123.14

Summary of Time Charges:

	Hours	Rate	Amount
S. Cherniak, Partner, London, Corporate Insolvency	164.2	550.00	90,310.00
Finnegan, M. Administrative, London, Corporate Insolvency	1.0	225.00	225.00
D. Flett, Sr. Manager, London, Corporate Insolvency	141.8	475.00	67,355.00
J. Gordon, Analyst, London, Corporate Insolvency	2.5	225.00	562.50
A. Hornung, Jr. Analyst, Calgary, FAS M&A Capital Markets	9.2	160.00	1,472.00
C. Percy, Partner, Toronto, FAS M&A Capital Markets	19.0	705.00	13,395.00
N. Taub, Jr. Analyst, Toronto, FAS M&A Capital Markets	4.5	160.00	720.00
U. Emad, Manager, Toronto, FAS M&A Capital Markets	22.0	375.00	8,250.00
A. Stern, Manager, Toronto, FAS M&A Capital Markets	19.2	375.00	7,200.00
D. Abraham, Jr. Analyst, Toronto, FAS M&A Capital Markets	1.0	160.00	160.00
Total	384.4		\$ 189,489.50

Staff	Date	Comments	Hours
Emad, U	13-Jun-22	Review drafted letters, send them to investors and correspondence.	1.5
Hornung, A	13-Jun-22	New contact outreach, document updates; internal & external correspondence.	2.0
Cherniak, S	14-Jun-22	Review of emails re inclusion of docs in data room. Discussion with D. Flett re same. Email to L. Ellis re insurance. Review of TGF and HP accounts. Email to T. Hogan re fees. Review of Cambridge payments email.	1.2
Emad, U	14-Jun-22	Correspondence.	1.0
Flett, D	14-Jun-22	Review weekly payments and deposits report from company; emails with U Emad re greenhouse plans, inspection certificates to be included in data room; call with S. Cherniak re data room, Metrix appraisal, recent buyer enquiry; prepare weekly actual cash flow and cumulative variance report and forward to RBC with comments on cash position, forecast receipts.	2.3
Hornung, A	14-Jun-22	Internal & external correspondence.	0.3
Taub, N	14-Jun-22	Bid process letter and internal discussion and coordination.	1.5
Cherniak, S	15-Jun-22	Email to M. Rombouts re fees. Call with T. Hogan re update on call and email to L. Ellis. Email to D. Samuels re property taxes. Email to L. Ellis re property search. Review response. Call with D. Flett re discuss call with RBC and cash flow. Review of emails from M&A group. Review D. Flett comments on second letter to potential purchasers.	1.5
Emad, U	15-Jun-22	Review bidder submission, finalize bid process letter 2 and send to Melina and Larry.	1.0
Flett, D	15-Jun-22	S. Cherniak email and attachments re professional fees; s. Cherniak email to d. Samuels; call with s. Cherniak re cash position, township building permit issues, sale process status and interest; review draft bid process letter from U. Emad and email to S. Cherniak with detailed comments; email with C. Percy on earlier bidder qualification letter.	1.6
Hornung, A	15-Jun-22		0.3
Cherniak, S	16-Jun-22	Discuss edits to letter to potential purchasers with D. Flett. Review changes to letter. Call from G. Ivany. Respond.	0.8
Emad, U	16-Jun-22	Review buyer submission and review edits to bid process letter 2.	1.5
Flett, D	16-Jun-22	Call with S. Cherniak re draft bid procedures letter and prior email with suggested revisions; review sale process approval order, prepare redlined versions of bid procedures prepared by M&A with several revisions and forward to U Emad with comments.	1.5
Taub, N	16-Jun-22	Qualified bidder summary updates.	0.5
Cherniak, S	17-Jun-22	Call with G. Ivany re update. Review of cash flow from M. Rombouts	0.7



Staff	Date	Comments	Hours
Emad, U	17-Jun-22	Consolidate bid process letter 2 edits and review.	0.5
Cherniak, S	20-Jun-22	Review of cash flow sent by M. Rombouts. Review of D. Flett commentary. Respond. Email to M. Rombouts re site visit. Review of D. Flett queries and M. Rombouts response. Review of M. Rombouts email re LOI for tenants. Send to L. Williams and T. Hogan. Review of property tax info sent by D. Samuels.	1.4
Emad, U	20-Jun-22	Reviewing bidder submissions and correspondence.	1.0
Flett, D	20-Jun-22	Review updated weekly cash flow forecast and M. Rombouts comments; email to S. Cherniak re BOL, insurance and other issues; email to M. Rombouts with additional queries; review weekly payment and deposit reports from company and prepare weekly cash summary and variance analysis for RBC; review detailed reply from M. Rombouts on several matters; review several property tax documents provided by D Samuels of County Middlesex and email to S. Cherniak re upload to data room and forward to U Emad re property tax folder in data room.	3.5
Hornung, A	20-Jun-22	Internal correspondence.	0.3
Cherniak, S	21-Jun-22	Review of reporting to RBC and M. Rombouts. Call with C. Percy re update on sale process. Call with T. Hogan re RBC plans. Update D. Flett. Review of email from M. Rombouts re site attendance. Discuss with D. Flett and respond.	1.4
Emad, U	21-Jun-22	Deal with sales process	1.0
Flett, D	21-Jun-22	Prepare email to G Ivany of RBC with comments on weekly cash flow summary, cash position, BOL and other issues; call with S. Cherniak re SISP update from C Percy; S. Cherniak, M. Rombouts emails re inventory.	1.3
Hornung, A	21-Jun-22	Dataroom upload.	0.3
Cherniak, S	22-Jun-22	Review of email update from C. Percy re edits to bid letter and LOI's from 4 interested parties. Respond. Organize J. Gordon for site visit. Review D. Flett emails re same. Review emails from M&A and company re NDA's. Review edits to bid letter. Review LOI's	1.4
Emad, U	22-Jun-22	Internal team meeting and follow up on qualified bidder letters.	1.0
Flett, D	22-Jun-22	Emails with J Gordon re site visit and forward information; emails with U Emad, M Rombouts re countersigned NDA's in Dropbox; review C Percy email, revised bidder procedures letter and brief review of qualified bidder letters; review and download signed NDA's and forward to U Emad; S. Cherniak, C Percy emails re bid process;	1.6
Hornung, A	22-Jun-22	Internal meeting & correspondence.	0.5

Staff	Date	Comments	Hours
Taub, N	22-Jun-22	Internal discussion regarding the bud letter.	1.0
Cherniak, S	23-Jun-22	Review of update emails from M&A re sales process. Review of email from interested party and response. Review of wire transfer.	0.7
Flett, D	23-Jun-22	H. Sutherland email and S. Cherniak email to U. Emad; emails from M Arts, U. Emad re interest, additional data room uploads, tour.	0.3
Cherniak, S	27-Jun-22	Review of update from C. Percy. Review of cash flow schedule of receipts and disbursements. Review of wires from Cambridge.	1.0
Flett, D	27-Jun-22	Review C. Percy email and attachments re qualified bidders update and process letter; review update cash flow from M. Rombouts, bulk sales forecast; emails re insurance; review weekly payments and deposits report and prepare weekly cash flow and variance summary.	1.4
Cherniak, S	28-Jun-22	Review of reporting to RBC. Review of T. Hogan queries and our response. Review of email from C. Percy.	0.6
Flett, D	28-Jun-22	Further review of updated cash flow forecast and format bulk sales; prepare email to G. Ivany of RBC with comments on updated cash flow, variances and current cash position; reply to T. Hogan queries re short term cash position, provincial receivables; C. Percy email re bidders.	1.5
Cherniak, S	29-Jun-22	Emails from T. Hogan re queries. Review BDO responses. Email from G. Ivany. Respond. Email from First Insurance Funding. Respond. Review email from M. Rombouts. VM from CRA.	1.1
Flett, D	29-Jun-22	Detailed reply to T. Hogan queries re CRA, Hydro One, Enbridge, employee head count, DIP facility and other issues; review email and statement from creditor - GTA Environmental; email from J. Mascioli of First Insurance Funding; M. Rombouts email re tours; call with J Gordon re July 5 attendance.	1.5
Hornung, A	29-Jun-22	Internal correspondence; Help w/ Bid letters.	0.5
Cherniak, S	30-Jun-22	Call from T. Hogan re update on insurance and RBC payment. Call with M. Rombouts re same. Update T. Hogan on call. Review of email from M&A to potential purchaser. Call to CRA re claim.	1.0
Emad, U	30-Jun-22	Send out bid procedure letters to all parties with CIM, who have not passed, including requesting timing for tours.	1.0
Hornung, A	30-Jun-22	Draft bid process letters.	0.5
Flett, D	04-Jul-22	U Emad, M. Arts emails re bid process; emails with M. Rombouts re insurance, facility tour; review updated weekly cash flow forecast prepared by company; review 2021-22 insurance documents; email from T Hogan re insurance; review weekly payments and deposit report and prepare weekly cash summary with variances; prepare email to G. Ivany of RBC with weekly cash forecast summary, comments on insurance, cash position, receipts and other items.	3.1

Staff	Date	Comments	Hours
Cherniak, S	05-Jul-22	Review of various emails re insurance renewal from HP and Company. Review of renewal. Review of query from M. Rombouts re inventory inspection and our response. Review of update from D. Flett on inventory inspection. Review of email from M. Rombouts re municipality and work orders. Respond. Review of letter from Township received from L. Ellis. Draft and send email to A. Marsman re update on deficiencies. Review of cash flow. Review of reporting to RBC and Company. Review of weekly receipts and disbursements from K. Arnel. Review of emails from M&A re interested party update and protocols for tours. Review of M. Rombouts response. Emails from D. Flett re same. Review of email from R. Taylor re website issue. Respond to D. Flett and review emails to company and their response re same. Review of email from T. Hogan re insurance.	3.2
Emad, U	05-Jul-22	Deal correspondence.	1.0
Flett, D	05-Jul-22	Review emails and documents from M. Rombouts re insurance renewal; attend at greenhouse, tour with J. Degroot and meeting with M. Rombouts re BOL, inventory, tour arrangements; review insurance certificate; update and additions to weekly cash flow report to RBC and issues to G. Ivany; emails and MS chat with U. Emad re qualified bidder tour arrangements, restrictions and Scheduling; email from R Taylor re website, corporation profiles to be updated; email with M Rombouts to request deletion of R Taylor; review letter from Township re outstanding orders and related S. Cherniak email to A. Marsman; further emails with U Emad re tour arrangements.	4.8
Gordon, J	05-Jul-22	Site tour and BOL order update.	2.5
Taub, N	05-Jul-22	Internal discussion regarding site tours.	1.0
Cherniak, S	06-Jul-22	Review of various emails to interested parties re site visits. Call with c. Percy re update on sales process. Call with d. Flett re update on inventory visit and other matters.	1.7
Emad, U	06-Jul-22	Deal correspondence.	0.5
Flett, D	06-Jul-22	Emails with U. Emad re site tour arrangements and review U Emad memo to buyers scheduled for tours; review weekly cash forecasts and payments reports re D. Hackett line item; call with S. Cherniak to update on site visit, buyer tours, D. Hackett enquiry.	1.2
Hornung, A	06-Jul-22	Internal correspondence.	0.3
Cherniak, S	07-Jul-22	Review of email from interested parties. Answer query. Email from k. Plunkett respond. Review of query. Advise on response and review our response.	0.9
Flett, D	07-Jul-22	Emails from buyers re tour confirmation; call with D Hackett re services, post-filing amounts owing, status of process; email response to J. Zur, shareholder enquiry.	1.1
Percy, C	07-Jul-22	Discussions with team re: information to provide to buyers, status of buyer interest, facility tours, and plan to solicit phase 1 bids.	4.0



Staff	Date	Comments	Hours
Emad, U	08-Jul-22	Deal correspondence.	1.0
Flett, D	08-Jul-22	U. Emad email with bidder; review weekly cash flow forecast and reply to T. hogan queries re Medipharm and professional fees status, amount to date; email with L. Williams re Bavaria Weed.	0.4
Cherniak, S	11-Jul-22	Review of email re site visits. Review of email from T. Hogan re update on fees and cash flow. Review BDO response. Review file and respond. Call with G. Ivany re update. Review of cash flow. Review of emails from L. Williams re Bavaria weed deal.	1.5
Emad, U	11-Jul-22	Deal correspondence.	1.0
Flett, D	11-Jul-22	Review weekly cash flow update and email with queries to M Rombouts, K. Arnel; email from U. Emad re tour; email with S. Cherniak re cash position, RBC payment; further email from U Emad re names of tour participants.	0.8
Cherniak, S	12-Jul-22	Review of emails from M&A re site visits. Email to U. Emad re attendance tomorrow. Review of email to K. Arnel re R&D. Review of email from D. Vaisman. Respond to U. Emad and email to L. Williams. Review response from L. Williams.	0.6
Flett, D	12-Jul-22	Emails and MS chat with U. Emad re tours, BDO attendance; S. Cherniak emails re franchise cannabis enquiry; email to K. Arnel; brief review of C. Percy email, additional bidder qualification.	0.6
Cherniak, S	13-Jul-22	Email to D. Vaisman re ROFR. Call with A. Marsman. Review of email re lack of response re cash flow. Call with T. Hogan. Email re Globe bill.	0.9
Emad, U	13-Jul-22	Site tours with three different parties. Debrief email to BDO team.	6.5
Flett, D	13-Jul-22	Emails with S. Cherniak re bank reporting, Franchise Cannabis, review updated weekly cash flow.	0.3
Percy, C	13-Jul-22	Discussions with team re: information to provide to buyers, status of buyer interest, facility tours, and plan to solicit phase 1 bids	4.0
Cherniak, S	14-Jul-22	Update from U. Emad. Review of email re same. Review of Cambridge payments.	0.7
Emad, U	14-Jul-22	Site tours debriefing discussions.	1.0
Cherniak, S	18-Jul-22	Call with G. Ivany re update. Review of cash flow. Review of follow up emails from D. Flett. Review of emails from M&A re docs required by potential purchaser.	1.1
Emad, U	18-Jul-22	Deal correspondence.	0.5
Flett, D	18-Jul-22	M. Rombouts, u. Emad emails re irrigation drawings; s. Cherniak email to d. Samuels of County ofMiddlesex; brief review of updated weekly cash flow forecast and emails to M Rombouts with queries re provincial sales, reports.	0.9



Staff	Date	Comments	Hours
Taub, N	18-Jul-22	Drafting letters and communicating with Cardinal Group.	0.5
Cherniak, S	19-Jul-22	Review of weekly receipts and disbursements. Review of email from M&A re query from potential purchaser. Respond. Email from c. Percy re staffing. Respond. Review of email with d. Flett re RBC reporting. Call with D. Flett re same. Email to m. Rombouts re request for update on bol inventory. Review of email to M&A re site visit for potential purchaser.	1.5
Emad, U	19-Jul-22	Deal correspondence.	0.5
Flett, D	19-Jul-22	Review WE 7/9 and 7/16 payment and deposit reports; prepare weekly cash flow summary with variances for 7/9 and 7/16; call with S. Cherniak re SISP status and buyer interest, reporting to RBC, BOL, Twin Creeks tour and other matters; email with C Percy re U Emad, Twin Creeks tour.	3.3
Hornung, A	19-Jul-22	Internal correspondence; Draft new bid qual/process letters.	0.5
Stern, A	19-Jul-22	Quick call with team to get context/background on the client.	0.1
Cherniak, S	20-Jul-22	Review reply from interested party. Review response to shareholder.	0.2
Emad, U	20-Jul-22	Transition meeting.	0.5
Flett, D	20-Jul-22	Email from C Percy re Cornelissen Farms; emails with shareholder, D. Longo.	0.2
Hornung, A	20-Jul-22	Team status update (AS & DA).	0.5
Percy, C	20-Jul-22	Discussions with team re: information to provide to buyers, status of buyer interest, facility tours, and plan to solicit phase 1 bids.	4.0
Stern, A	20-Jul-22	Update call with Usama Nat and Alexis.	0.5
Cherniak, S	21-Jul-22	Email from interested party. Respond. Review response to M&A. Review of response from m. Rombouts re sale of inventory and fees. Review reporting to RBC. Review update from l. Williams re Bavaria weed settlement.	0.8
Flett, D	21-Jul-22	L. Williams email re Bavaria Weed and email with s. Cherniak; voice mail and email from J. Adams re BOL, sale process, review with s. Cherniak and forward to c. Percy; email reply to J Adams and email with A Stern of BDO; prepare weekly cash flow comments and forward to G. Ivany of RBC.	1.2
Hornung, A	21-Jul-22	Internal correspondence; bid qual & letter prep.	0.5
Stern, A	21-Jul-22	Read over SISP, CIM, and other docs to get more context on the client. Call potential buyer BOL Pharma about sale process. Ask Alexis to prepare documents to send over to BOL Pharma.	1.0
Cherniak, S	22-Jul-22	Review of emails re interested parties. Email from m. Rombouts re building code violations. Respond.	0.5
Hornung, A	22-Jul-22	Buyers list updates.	0.8

Staff	Date	Comments	Hours
Stern, A	22-Jul-22	Email BOL Pharma and review documents from Alexis to send over. Review emails from potential buyers. Discuss potential site tours with Cam.	0.8
Flett, D	25-Jul-22	C Percy, M Rombouts emails re Cardinal Group; email with C Percy re J. Adams, BOL; S. Cherniak, M. Rombouts emails re County of Middlesex issues; emails with B. Clark of Creditguard; review updated weekly cash flow and email with M Rombouts on queries.	0.7
Stern, A	25-Jul-22	Update call with Cam, Follow up on NDA and tour, prep Phase 2 letter.	1.3
Flett, D	26-Jul-22	Review company payments and deposits report for WE 7/16 and prepare weekly cash flow summary versus forecast, with variances; emails with M Rombouts re Eve payroll; email to G. Ivany with weekly cash flow summary and limited comments; reply to G. Ivany query with company updated weekly cash forecast.	2.2
Stern, A	26-Jul-22	Review NDA edits from Breath of Life.	0.4
Flett, D	27-Jul-22	Review email from D. Vaiman, brief review of letter of interest and reply to confirm receipt; S. Cherniak, C Percy emails re SISP, Franchise Cannabis.	0.3
Flett, D	28-Jul-22	Emails with C Percy re ST Biosciences request for NDA and forward background information; emails from C. Percy, A. Stern, M Rombouts re BOL NDA; email, signed NDA from D. Conkling.	0.8
Hornung, A	28-Jul-22	NDA review; internal correspondence.	0.5
Stern, A	28-Jul-22	Call w Cam, prepare NDA and documents for STB, review Melinda's edits to BOL NDA, send BOL NDA, call w Dylan, review STB Intl NDA, write emails to STB and BOL, discuss w Cam, get Dylan to update the CIM.	1.2
Hornung, A	29-Jul-22	Dataroom updates & internal correspondence.	0.3
Stern, A	29-Jul-22	Call w Melinda, call w Cam, email STB.	0.4
Abraham, D	02-Aug-22	Status update call to discuss initial bids.	0.5



Staff	Date	Comments	Hours
Cherniak, S	02-Aug-22	(Includes time while on vacation. Review of D. Flett queries on cash flow. Review of updated receipts and disbursements from K. Arnel. Review of reporting to RBC. Review of fcc offer. Instruct D. Flett on how to respond. Review response. Email to L. Williams. Call with L. Williams re FCC ROFR and general discussion of offers. Review of emails re nda from ST Bioscience. Review of D. Flett commentary to M&A re same. Review of latest TGF account. Review of offers. Review of emails from C. Percy. Call with T. Hogan re offers. Call with G. Ivany re same. Review of offer summary from C. Percy. Email to group as to RBC/HP participation in call. Email to D. Samuels re update. Review response. Update on excise taxes.	5.2
Hornung, A	02-Aug-22	Post phase 1 - next steps meeting.	0.8
Stern, A	02-Aug-22	Review Phase I offers received, status update call with the greater BDO/legal team/Melinda.	1.0
Abraham, D	03-Aug-22	Call with Andy from Gubbels Farms Ltd. To discuss bid, next steps, and answer questions.	0.5
Cherniak, S	03-Aug-22	Call with T. Hogan re allocation. Review of offer. Send to L. Williams. Further call from T. Hogan. Review of receipts and disbursements. Review of further info from M. Arts. Update from M&A. Draft email to RBC re offers.	1.6
Percy, C	03-Aug-22	Discussion with potential buyer (Gubbel Farms), review of bid documentation, and discussion with team re: bid.	1.5
Stern, A	03-Aug-22	Call with Gubbels Farms (Andy & Josh) to discuss offer. Prepare Phase 2 letter and email it to team for review.	1.0
Cherniak, S	04-Aug-22	Review of email from M. Rombouts re no funds for insurance. Call with T. Hogan and L. Williams re same and offers. Complete email to RBC and T. Hogan and send re offers. Call with G. Ivany re offers. Update T. Hogan on call. Attempt to set up call with L. Ellis and M. Rombouts. Review bidder letter and answer queries from M&A. Review edits from L. Williams and approve. Review cash flow. Review of email from L. Ellis re bidder letter. Agree to bid letter extension.	2.8
Percy, C	04-Aug-22	Discussed issues related to bids (e.g. Financing conditions), and next steps in bidding process.	0.5

Staff	Date	Comments	Hours
Stern, A	04-Aug-22	Review SISP. Review Leanne's edits to the bid letter. Internal team email correspondence. Call Melinda re: cannabis inventory and equipment. Email Steven/Melinda about delaying Phase 2 bid deadline.	1.0
Cherniak, S	05-Aug-22	Call with L. Williams, L. Ellis and M. Rombouts re insurance. Further call with L. Williams. Call with T. Hogan. Review emails from L. Williams. Review of asset list and inventory list from M. Rombouts. Review of transfer from Cambridge. Update from L. Williams on call with L. Ellis.	1.7
Stern, A	05-Aug-22	Email phase 2 process letters to buyers.	0.5
Cherniak, S	08-Aug-22	Call with M. Rombouts, L. Ellis, L. Williams and D. Flett re update on inventory. Call with T. Hogan to update. Email from L. Williams re MAC respond. Call with M&A re offers. Further calls with T. Hogan re insurance. Review of receipts and disbursements from K. Arnel. Email from T. Hogan re insurance. Respond. Email M. Rombouts re update. Review our response to T. Hogan query re insurance.	2.6
Flett, D	08-Aug-22	Review of various emails received 07/29 to 08/05 re SISP, cash position; brief review of letters of interest received; call with S. Cherniak to update on offer status, cash position, insurance, call with M Rombouts, L. Ellis, L. Williams re cash position, pending sales; review equipment and inventory lists provided by company and M. Rombouts comments; review updated weekly cash flow forecast from company; review payment and deposit reports for WE 7/30 and 8/6, prepare cash flow summary with variances and forward to G. Ivany with comments; review insurance financing quote, cash forecasts and email reply to T Hogan re insurance installment schedule and status.	4.2
Percy, C	08-Aug-22	Discussion with potential buyer (M4 Group), review of bid documentation and discussion with team.	1.5
Stern, A	08-Aug-22	Email Bill from M4 to coordinate timing for a call, call with Stephen Cherniak & Cam Percy to discuss a potential financing condition for Gubbels Farms' offer, follow up with Melinda to book a call to discuss the value of cannabis inventory/equipment, call with Bill from M4 to learn more about them and discuss the offer and next steps, call with Melinda re: the value of cannabis inventory/equipment as Gubbels Farms does not want to acquire those assets.	2.0
Cherniak, S	09-Aug-22	Emails from L. Williams re update on inventory. Email to/from D. Samuels re update on work orders. Email from M&A re work orders. Respond. Emails to/from D. Vaiman re offer and ROFR. Email from L. Williams re same. Call with M. Rombouts re update. Email L. Williams with update.	1.8

Staff	Date	Comments	Hours
Flett, D	09-Aug-22	Review inventory listing and email with S. Cherniak; email from D Samuels of County Middlesex; brief review of D. Vaiman, S. Cherniak, L Williams emails re LOI submitted.	0.6
Percy, C	09-Aug-22	Discussion with Monitor and potential buyer re: bid process and potential offer restrictions.	0.5
Cherniak, S	10-Aug-22	Email from M. Rombouts re Medipharm. Call with Medipharm and M. Rombouts re \$65k payment. Update L. Williams and T. Hogan on status of insurance and inventory sales. Update on ROFR from L. Williams. Review of email from D. Samuels re update on work orders. Send to Company and counsel. Long call with M. Rombouts re solutions. Update D. Flett.	2.8
Flett, D	10-Aug-22	Review D. Samuels, A. Marsman of Township Adelaide Metcalfe emails and attachments re conditional building permit, zoning, outstanding order to comply; email to and call with S. Cherniak re township issues, manufacturing status, insurance renewal and forward insurance documents.	0.8
Cherniak, S	11-Aug-22	Emails from L. Williams re deadline for sales process. Respond. Call from T. Hogan re HST issue. Review of email re same. Email to group re property tax issue.	1.2
Flett, D	11-Aug-22	S. Cherniak email re building issues and meeting with township.	0.1
Cherniak, S	12-Aug-22	Email and call with M. Rombouts re update. Update T. Hogan and L. Williams. Call with L. Williams re further update. Email from M. Rombouts re Medipharm payment. Update T. Hogan and L. Williams. Request from T. Hogan re confirmation of insurance. Email M. Rombouts re same. Review of emails from T. Hogan and L. Williams re priorities.	1.6
Cherniak, S	15-Aug-22	Review cash flow from M. Rombouts. Review D. Flett queries. Review of R&D from K. Arnel. Review D. Flett follow up. Email from K. Plunkett re offers. Emails to/from L. Williams. Email response to K. Plunkett and further response. Call to M. Rombouts re insurance. Email from A. Stern and C. Percy re status of building permit violations. Respond. Request for funds from Globe. Send to M. Rombouts. V/M from T. Hogan.	1.9
Flett, D	15-Aug-22	Review updated weekly cash flow forecast and M Rombouts comments; email to M Rombouts re queries; A. Stern, C. Percy, S. Cherniak emails re offer process, County of Middlesex; review weekly payment and deposit reports, prepare weekly cash flow summary and variances; email to K. Arnel re excise tax.	1.7
Stern, A	15-Aug-22	Email buyers for updates on phase 2 bids. Email correspondence with Josh from Gubbels farms to discuss permitting issues. Discuss the permitting issues with Stephen Cherniak.	0.5
Cherniak, S	16-Aug-22	Emails to/from M. Rombouts re updates to cash flow and insurance. Call from T. Hogan. Email from L. Williams re court date and report. Discuss with D. Flett. Respond to L. Williams.	1.2



Staff	Date	Comments	Hours
Flett, D	16-Aug-22	Email with M. Rombouts re updated cash flow queries; L Williams of TGF, S. Cherniak emails re SISP status, court report; call with S. Cherniak to re qualified bidder status, cannabis assets, court report, sale process timing and other issues; email from M. Rombouts re insurance, hydro.	1.1
Cherniak, S	17-Aug-22	Updates from M. Rombouts on insurance and excise etc. Call with T. Hogan re update. Review of revised offers from Gubbels and M4.	1.2
Flett, D	17-Aug-22	Emails with M. Rombouts, S. Cherniak re insurance, hydro one, excise tax; finalize weekly cash flow summary with variances; brief review of phase 2 bids received.	0.8
Stern, A	17-Aug-22	Read over M4 and Gubbels Phase 2 offers.	0.3
Cherniak, S	18-Aug-22	Send offers to T. Hogan. Reply to queries. Numerous calls with T. Hogan re queries and request for security position. Call with D. Flett to update. Review of emails to/from RBC re outstandings. Review of emails from MT re request for meeting. Respond. Invite MT to call with TGF re court report. Pre-call with L. Williams. Call with MT, TGF and BDO re report. Review of D. Flett queries re security position. Respond. Review draft security position. Make edits. Email from M. Rombouts re update on security position. Emails from M&A. Emails re Globe bill. Review of security position to RBC/HP. Send to RBC/HP.	3.8
Flett, D	18-Aug-22	Brief further review of phase 2 qualified offers; call with S. Cherniak re offers, upcoming court hearing and report, RBC estimated security position; call with S. Cherniak, L. Williams, D. Ward of MT re hearing, extension, offers received; call with S. Cherniak, L. Williams re leading offer terms, cash flow position, timetable, monitor court report considerations; prepare estimated security position for RBC including review of CCAA charges, property tax arrears and other components; email with V Prasad, G. Ivany of RBC; emails with S. Cherniak re review of draft security position.	4.2
Stern, A	18-Aug-22	Read over M4 and Gubbels Phase 2 offers. Prepare notes on them to compare the two offers.	0.8
Cherniak, S	19-Aug-22	Review of wire transfer. Call with M&A, company and counsel to discuss offers. V/M from B. Blay. Calls with T. Hogan re security position. Review of email re same. Prepare and send email response. Review of asset list and prepare to send to T. Hogan. Email from hydro. Respond and send to M. Rombouts.	2.3
Finnegan, M	19-Aug-22	Arranged for payment of Globe invoice.	0.2

Staff	Date	Comments	Hours
Stern, A	19-Aug-22	Call with internal team to debrief Phase 2 offers. Discuss next steps of contacting the two parties with Cam Percy.	0.7
Cherniak, S	22-Aug-22	Email to M. Rombouts re meeting request. Call with D. Flett and M. Rombouts re insurance, cash flow and Hydro. Calls with L. Williams and T. Hogan re update. Send chattel schedule to T. Hogan. Review email updates re insurance. Further call with T. Hogan. Review of template reports from L. Williams.	2.4
Flett, D	22-Aug-22	Review S. Cherniak, T. Hogan emails from 08/19 re bank security position; email from A Hughes of Hydro One; call with S. Cherniak hydro, excise tax, insurance; call with S. Cherniak, MR re insurance premium, excise status, hydro one billing and application of deposit; prepare 2nd report of monitor - introduction, purpose, background, activities; review updated weekly cash flow from company, email query re excise tax and email to S. Cherniak re cash position.	4.8
Cherniak, S	23-Aug-22	Review of cash flow from Company and D. Flett queries re same. Email from creditor. Review BDO response. Review emails from M. Rombouts re insurance. Review emails from M. Rombouts re Hydro One. Email Hydro One. Review response. Emails to L. Williams and T. Hogan re call re insurance and Hydro. Call with both re resolution. Further call with L. Williams. Review of K. Arnel R&D for week. Calls and email to First Funding. Call with broker and T. Hogan. Further call with First Funding. Call with L. Ellis re DIP financing. Review cash flow to RBC re support for DIP financing. Discuss with D. Flett. Email to T. Hogan re request for DIP. Call with T. Hogan re RBC response. Email to L. Williams and L. Ellis re update on DIP. Review emails from broker and T. Hogan re insurance. Update from C. Percy re discussions with M4.	5.2
Flett, D	23-Aug-22	Continue with 2nd report of monitor; review S. Cherniak, M. Rombouts, Hydro One emails re account and invoice status; review Hydro One letter re construction deposit; call with T Hogan, L. Williams, S. Cherniak re cash position, increased DIP options; continue call with S. Cherniak, L. Williams re options and alternatives, court report content; update weekly cash flow summary through 08/20/22; review company weekly cash flow through 10/01/22 revise re sales, insurance, hydro and format two scenarios with notes; prepare cumulative cash flow summary to date and variances for inclusion in 2nd report; resume 2nd report - activities, operations, proposed order to be sought, DIP and cash flow tables to be included in report.	7.2



Staff	Date	Comments	Hours
Cherniak, S	24-Aug-22	Review of email from C. Percy re update on M4 offer. Review draft second report and discuss edits with D. Flett. Various emails and phone calls with J. Kimbling re status of insurance. Various and emails with T. Hogan re same. Discuss increase in DIP funding with T. Hogan, L. Williams and L. Ellis. Review DIP term sheet. Discuss edits with T. Hogan and L. Williams. Review of various emails re same. Review of L. Williams edits to report. Discuss edits with L. Williams and D. Flett. Email from J. Kimbling with wire instructions. Draft email to M. Rombouts re same. Review of revised six week cash flow. Call with T. Hogan and G. Ivany re increase in DIP funding and how allocated. Call with L. Ellis re insurance issue and increase to DIP funding.	5.9
Flett, D	24-Aug-22	Call with S. Cherniak re 2nd report, insurance, DIP increase; revisions to draft 2nd report re bidders, DIP, RBC; review draft amended DIP term sheet and extension terms; review L. Williams comments and revisions to 2nd report, call and email with S. Cherniak re hydro one, insurance; revise 6 week cash flow for insurance change; call with S. Cherniak, L. Williams re revised 2nd report, DIP increase and fees, insurance and other issues; revise 6 week cash flow for insurance funding plan and forward to L. Williams; S Massie of MT and L. Williams emails re DIP loan fees; review further revised 2nd report.	3.5
Stern, A	24-Aug-22	Review email from M4 with revised offer.	0.3
Cherniak, S	25-Aug-22	Emails and calls to M. Rombouts re wire transfer to PRL. Email to L. Ellis re same. Emails to/from MT and DIP Lender re wire transfer to PRL. Emails to PRL re same. Review of L. Williams edit to report. Review final version and execute. Send to T. Hogan. Review of M. Rombouts affidavit. Emails to/from TGF re same. Review MT filing materials. Email from B. Blay re Monitor report. Discuss with D. Flett. Review of response to TGF and to B. Blay. Review of creditor query. Respond to D. Flett. Email from D. Samuels re attendance tomorrow. Respond. Review of response from MT re increase in DIP fee. Respond. Email from DIP lawyer re court date. Email to Hydro re payment. Review response and latest bill. Send Banking info to DIP lender.	4.1
Flett, D	25-Aug-22	Review August Hydro One bill and email to S. Cherniak re prior statement, 6 week forecast amounts; review Miller Thomson revisions and final version of 2nd report; review M Rombouts affidavit S. Cherniak, L. Williams emails, D Cameron of Deans Knight emails re insurance payment, wire transfer of DIP advance; prepare final pdf version of 2nd monitors report with appendix A and forward to S. Cherniak for signature; review B Blay email re administration charge and S. Cherniak, L. Williams email; review initial filing forecast, BDO fees to date and prepare detailed email to L. Williams summarizing professional fee - monitor, counsel, applicant counsel - variance versus forecast and admin charge; email reply to D Hackett enquiry.	2.8



Staff	Date	Comments	Hours
Cherniak, S	26-Aug-22	Emails from D. Samuels re attendance. Email from B. Blay re issues with motion. Call with MT, TGF and Blay prior to motion. Extension of Stay Motion. Call with L. Williams after. Emails to broker and DIP lender re transfer of funds. Follow up emails. Email to RBC re updates on hydro and insurance. Email to M. Rombouts re DIP funds and payment of hydro. Email from HP re controls over disbursements. Call with T. Hogan and follow up email. Review of issued Order. Review of D. Flett email to creditor. Email from M&A re deposit from purchaser. Respond with wire details. Review of endorsement. Send updated accounting to K. Arnel.	3.7
Flett, D	26-Aug-22	Attend court hearing; S. Cherniak, D. Cameron of Dean Knight emails re wire transfer, insurance payment; email to D Hackett re update enquiry; email with M F re posting of orders and motion record.	1.1
Cherniak, S	29-Aug-22	Emails to insurer to confirm wire transfer. Email from D. Samuels re building issues, property tax. Respond. Numerous emails re failed wire to company. Review of cash flow. Review of weekly R&D. Review of TGF account. Review and approve payments.	2.5
Finnegan, M	29-Aug-22	Post motion record and order documents to website.	0.3
Flett, D	29-Aug-22	Review court order and endorsement issued August 26; review court documents to be posted to web site with MF; call with S. Cherniak re wire transfer from Deans Knight, 6 week cash projections, payroll funding and monitor approval; several emails with M Rombouts, K. Arnel, of company, D. Cameron of Deans Knight re wire transfer of \$145K to company not received; review wire documentation, return details and further email with D. Cameron; review company payment and deposits report of WE 8/27; prepare weekly cash flow summary for WE 8/27.	2.8
Hornung, A	29-Aug-22	Dataroom management & updates.	0.3
Cherniak, S	30-Aug-22	Emails re wire transfer to company. Calls with t. Hogan re assets. Call to j. Carter re appraisal. Emails to M&A re update on purchaser. Call with C. Percy re same. Update T. Hogan and L. Williams.	2.0
Flett, D	30-Aug-22	Emails with D Cameron, S. Cherniak re wire transfer, cash position; S. Cherniak, T Hogan emails re sale process, bidder status.	0.5
Cherniak, S	31-Aug-22	Approve payments. Call from T. Hogan re aps.	0.7
Flett, D	31-Aug-22	Email to M. Rombouts re DK wire status; D Cameron, S. Cherniak emails re wire transfer via MT; review M Rombouts email re A & L payment.	0.5
Stern, A	31-Aug-22	As per TASK0510161, time manually entered due to timesheet lockdown. Comment: Review DD docs sent to M4 from Melinda, follow up call w Bill M4, email Cam a summary of the docs and save them to the drive.	2.2
Cherniak, S	01-Sep-22	Email from Deans Knight. Respond. Call from M. Rombouts.	0.5



Staff	Date	Comments	Hours
Stern, A	05-Sep-22	Check in with Bill from M4 - asked to send a list of requests and confirm of status of deposit.	0.3
Cherniak, S	06-Sep-22	Email from M&A over the weekend re M4. Forward to HP and TGF. Review response from HP. Emails to L. Ellis re deposit. Review of weekly reports from K. Arnel. Email from T. Hogan re request for delay in due diligence time. Respond. Call with RBC and HP. Further call with M&A re same. Review of emails from D. Flett re building permit issues. Emails to/from MT re wire. Review of weekly reporting to send to RBC. Review of email to RBC.	3.4
Flett, D	06-Sep-22	Review S. Cherniak, A Stern, T. Hogan of HP emails re buyer due diligence, deposit, occupancy permit issue; emails with S. Cherniak re Deans Knight wire status, Hydro one payment; review updated weekly cash flow and weekly payments and deposits report from company; email with K. Arnel re weekly payroll; call with A. Stern, C. Percy, S. Cherniak re buyer status, due diligence extension, township of Adelaide issues re zoning; prepare weekly cash flow summary for 2 weeks post extension and forward to G. Ivany with comments re DIP loan, hydro one; S. Cherniak, S Massie of MT emails re receipt of DIP loan funds, buyer deposit and outbound wires.	3.3
Stern, A	06-Sep-22	Discuss with Cam, call w Stephen to discuss M4 offer and status of DD/deposit.	0.6
Cherniak, S	07-Sep-22	Emails re wires and cash flows.	0.5
Flett, D	07-Sep-22	Email with G. Ivany re DIP loan funding; email reply to T. Hogan query with explanation, details on actual cash flow to date.	0.4
Cherniak, S	08-Sep-22	Emails re DIP line. Review of disbursement requests. Call from HP re update. Email M&A. Send update to HP. Review of email from M&A re further update on purchaser. Respond. Emails from insurer. Respond. Deal with wire transfer.	1.5
Flett, D	08-Sep-22	S. Cherniak, M. Rombouts emails re dip advance wire transfer, bills to be paid and review back-up; S. Cherniak emails re buyer deposit wire; emails from M. Fortunato of Purves Richmond; a. Stern email re buyer status; a. Stern email re buyer and County of Middlesex issues.	0.6
Stern, A	08-Sep-22	Call with Cam and email Stephen.	0.2
Flett, D	09-Sep-22	Email with K. Arnel re payroll reporting and forward prior payroll register on file.	0.2
Percy, C	09-Sep-22	Call with Monitor to discuss status of selected bidder, and next steps (i.e. DD, SPA).	0.5
Stern, A	09-Sep-22	Call with Stephen/David	0.3



Staff	Date	Comments	Hours
Cherniak, S	12-Sep-22	Review of cash flow. Emails re hydro. Call with M. Rombouts re same. Review of email from a. Stern re update on dd. Send to RBC and TGF. Call with D. Flett re payroll issue.	2.2
Flett, D	12-Sep-22	Review WE 9/10 payroll register and emails with K Arnel re queries; review updated weekly cash flow; review company payment and deposits report for WE 9/10 and update 6 week cash flow actuals; call with S. Cherniak re buyer due diligence requirements, County of Middlesex, post filing source deductions; email to M Rombouts re payroll forecast and source deduction remittance; A Stern email re buyer due diligence list; prepare weekly cash flow actual through WE 09/10.	2.8
Cherniak, S	13-Sep-22	Emails from to/from Company re hydro. Emails to/from Hydro One re payments sent. Review of cash flow report sent to RBC. Call with D. Samuels re upcoming conf call.	1.5
Flett, D	13-Sep-22	Emails with S. Cherniak, from A Hughes of Hydro One, M. Rombouts re payment of arrears and July charges; email to G. Ivany of RBC with actual cash flow through 9/10 and comments re variances, Hydro One.	1.1
Cherniak, S	15-Sep-22	Review of email from Hydro.	0.1
Cherniak, S	16-Sep-22	Approve invoices. Review of CRA source arrears. Voice mail from interest party. Email to M&A re same. Review response. Call from C. Percy re same. Review of cash flow.	1.3
Cherniak, S	19-Sep-22	Call with T. Hogan re source issue. Call with L. Williams re same. Email to M. Rombouts re same. Call with D. Flett re same. Review of weekly receipts and disbursements. Email to M&A re update on purchaser. Review response. Review of email to K. Arnel re Enbridge.	2.1
Flett, D	19-Sep-22	A Stern, S. Cherniak emails re buyer status, county of Middlesex meeting; review company prepared source deduction analysis, weekly cash flow forecast and emails with S. Cherniak; review updated weekly cash flow and payments and deposit reports for WE 9/17; prepare updated weekly actual cash flow and variance analysis; call with S. Cherniak re buyer status, source deduction issue, court report and other matters.	3.2
Cherniak, S	20-Sep-22	Updates from K. Arnel on payroll info. Emails to/from Company re update on Union Gas. Review of latest bill. Initial call with HP re update. Review and approve payroll. Review and approve Company expenses. Review of cash flow and approve email to RBC. Call with RBC and HP re deadline for due diligence. Email to L. Williams re deadline being communicated to L. Ellis. Review of RBC email re same and revise email. Review of L. Williams email to L. Ellis review of RBC queries of cash flow and our response. Email update from C. Percy on M4. Respond. Update RBC and TGF. Respond to HP query.	4.3



Staff	Date	Comments	Hours
		Email to County of Middlesex re meeting. Email from K. Arnel re Week 15 payroll.	
Flett, D	20-Sep-22	Email with M Rombouts, K. Arnel re Enbridge; review payworks funding summary for pp19 and payroll register; K. Arnel email re payments for approval; email to G. Ivany of RBC with actual post-extension cash flow, variances and comments; email with G. Ivany re payroll and source deductions; various emails from T. Hogan, L. Williams, C. Percy and S. Cherniak re buyer status, deadline for waiver of conditions and buyer call with County of Middlesex.	2.2
Stern, A	20-Sep-22	Call w CP to discuss next steps. Review emails back and forth with M4.	0.4
Cherniak, S	21-Sep-22	Email from L. Ellis re update. Respond. Call with L. Ellis and T. Hogan re next steps re m4. Call with L. Williams re same. Review of D. Flett analysis of payroll info. Call with C. Percy re update. Email from D. Samuels re meeting respond. Call with D. Flett re same. Further call with T. Hogan re update. Approve invoices.	2.9
Flett, D	21-Sep-22	Review Eve payroll analysis prepared by K. Arnel, payroll registers for pp15 and summary notes; email to S. Cherniak to summarize Eve source deduction issue, M Rombouts payroll status; Start Third report of monitor.	2.5
Cherniak, S	22-Sep-22	Email from C. Percy re update on due diligence. Send to TGF and HP. Call with RBC, HP and TGF re same. Call to C. Percy. Follow up email. Review of D. Flett email report on call with County. Send to TGF and HP. Follow up email to C. Percy. Review response. Email from T. Hogan re update. Respond. Review of email from creditor. Review of C. Percy update to D. Flett email.	2.6
Flett, D	22-Sep-22	Review buyer email to C. Percy with detailed update on due diligence items; call with G. Ivany, T Hogan, L. Williams re buyer request for extension, due diligence status; approach to court approval or extension; call with representatives of County of Middlesex, buyer and C. Percy re issues, order to comply, agricultural zoning and other matters; email to S. Cherniak to summarize call with County Middlesex and review related C. Percy email.	1.8
Percy, C	22-Sep-22	Call with buyer and County Of Middlesex representatives re: building occupancy permit, follow up discussion with Monitor re: the same issues.	1.5
Stern, A	22-Sep-22	Call with BDO, M4, and township to discuss permitting issues.	0.5



Staff	Date	Comments	Hours
Cherniak, S	23-Sep-22	Email from T. Hogan re update on M4. Email to C. Percy re email to Bill. Review of email and send to L. Williams and T. Hogan. Send D. Flett and C. Percy update of County call to L. Williams and T. Hogan. Review and approve expenses. Review of cash flow.	1.6
Finnegan, M	23-Sep-22	Updated BDO website with updated creditor list. Prepare labels for potential mailout to creditors.	0.5
Cherniak, S	26-Sep-22	Review of emails from L. Ellis over the weekend re M4. Emails from Company re expense approval. Review of cash flow. Review of receipts and disbursements. Call with T. Hogan re emails from L. Ellis. Organize call with RBC, TGF and HP. Review of revised offer from M4. Call with RBC/TGF/HP. Call with M&A. Calls with L. Williams at TGF re report and recommendation to RBC re stay extension. Draft and send email to RBC re stay extension. Review of security position. Send to RBC. Review of emails from L. Williams to L. Ellis re terms of the deal. Emails to Hydro. Review of account.	4.7
Flett, D	26-Sep-22	Review K Arnel emails re payments to be approved; email with MF re creditor - GTA Environmental - email; S. Cherniak, C. Percy emails re offer status; review detailed L Ellis email outlining buyer position, transaction terms, timing; further L Ellis email with revised buyer agreement and summary of terms; email to and calls with S. Cherniak re buyer offer, alternatives; CRA liabilities, property tax classification, County Middlesex, Monitor report status and content; continue with 3rd report re source deductions; lengthy call with RBC and counsel re revised offer, price reduction basis, considerations and possible stay extension; call with S. Cherniak, C. Percy and A. Stern re revised buyer offer and proposed timetable; review updated weekly cash flow summary; review company payments and deposit report and prepare weekly cash flow summary and variances; prepare updated estimated security position, including DIP loan, CRA, other updates and forward to G. Ivany with comment; review S. Cherniak memo to G. Ivany re C. Percy comments on pending deal, other interested parties; email with S. Cherniak re hydro one and review recent bill.	5.2
Percy, C	26-Sep-22	Discussed updated offer and SPA received from the buyer with the Monitor.	0.5
Stern, A	26-Sep-22	Review offer received, call w CP to discuss, call w monitor to discuss.	0.9
Cherniak, S	27-Sep-22	Call with T. Hogan re offer on table. Call with L. Williams re same. Call with TGF HP and RBC re same. Call with TGF and HP to work through terms of the sale. Approve orders. Review queries from D. Flett to company. Calls with G. Ivany re Gubbels offer. Call with Deans Knight. Review of T. Hogan email re amendment of terms. Update group on Deans Knight call. Review of MT motion record. Review of T. Hogan emails re call with B. Blay. Review of emails to/from Company re update on HST.	4.7

Staff	Date	Comments	Hours
Flett, D	27-Sep-22	Continue with monitor 3rd report; call with G. Ivany, T. Hogan, L. Ellis re revised offer, price reduction basis, cannabis allocation, timing; review revised share purchase agreement and call with T. Hogan, L. Williams to review including CRA, County Middlesex insurance, contracts, working capital funding arrangements, cash balance at signing and other terms and conditions; lengthy call with L. Ellis of MT, L. Williams, T. Hogan re page by page review of share purchase agreement, CRA accounts, land purchase option, MT approach to buyer and other issues; review updated cash flow forecast and emails with M Rombouts re forecast medipharm sales.	4.5
Cherniak, S	28-Sep-22	Review of HP and TGF edits to APS. Call with MT TGF and HP to discuss edits. Calls with D. Flett to discuss contents of report. Call with M4 Counsel, TGF and MT to discuss edits to APS. Emails from TGF/MT re Rombouts affidavit. Review of Rombouts affidavit. Call with L. Williams re report. Review of draft report. Send to L. Williams for review. Calls with T. Hogan re RBC requests. Review of email re Monitor continuing to approve payments. Respond. Review of MT response. Review of TGF edits to report. Respond. Review of final version. Execute and send.	5.6
Flett, D	28-Sep-22	Email to K. Arnel re post filing excise, hst details; call with L. Ellis of MT, L. Williams and counsel to M4 to review revised share purchase agreement; review M. Rombouts affidavit; continue with and finalize draft of Monitor's report include receipts and disbursements to date, monitor activities, M4 negotiations and other matters; forward draft Third Report to L Williams; review L Williams revisions to report and emails with S. Cherniak.	4.7
Cherniak, S	29-Sep-22	Emails from T. Hogan to L. Ellis re status of APS. Review responses. Call with TGF MT and L. Zimmerman re APS. Call with T. Hogan, RBC and TGF re update. Review of edits to taxes payable portion of agreement and discuss with D. Flett and L. Williams. Attend stay extension motion. Review of D. Flett emails to/from Company re request for info. Send Hydro bill. Review of final executed version of agreement. Review of T. Hogan queries. Review of Order and endorsement. Approve payments. Discuss content of sale approval report with D. Flett and L. Williams. Review of TGF account.	4.9
Flett, D	29-Sep-22	Call with applicants and bidder's counsel re revised SPA and review; call with G. Ivany, T. Hogan re agreement status, court hearing, timing; review revised SPA re taxes; call with S. Cherniak re CRA obligations, WEPPA; attend brief court hearing; forward hydro one bill for payment approval; call with S. Cherniak re sale approval report timing and content; emails from MT re finalized SPA, deposit and other matters; email with K. Arnel re CRA.	2.2
Percy, C	29-Sep-22	Discussed the status of the buyer's progress, and the position of the bank, with the Monitor.	0.5

Staff	Date	Comments	Hours
Cherniak, S	30-Sep-22	Emails from T. Hogan re source, HST and tax arrears. Query re HST on sale. Review email from TGF to MT re same. Query from T. Hogan on schedule to APS. Review of response from K. Arnel re query on HST and Excise. Review of wire confirms. Call from T. Hogan re B. Blay call. Emails from L. Williams re same. Call from B. Blay. Follow up call from T. Hogan.	2.5
Cherniak, S	03-Oct-22	Review of MT draft materials. Review L. Williams changes. Discuss report with D. Flett. Review of query re same. Call from T. Hogan re creditor list. Review BDO website. Review of cash flow and weekly receipts and disbursements. Review of email from C. Percy re offer from ST. Review offer. Respond to C. Percy. Send to L. Williams. Review of MT motion record.	3.7
Flett, D	03-Oct-22	09/30/22: review S. Cherniak, T. Hogan emails and reply re source deduction arrears. 10/03/22: arrange with BDO IT for posting of motion record and Sept. 29 orders; review company prepared weekly cash flow update, payment and deposit report, hst and excise liability Schedules; call, email with S. Cherniak re hst liability, report and supplement content; review draft M Rombouts affidavit and comments; review L. Williams and MT emails re notice of motion, affidavit; review sale process approval order, offers received, M4 SPA, BDO M&A schedules and prepare Monitor 4th report and confidential supplement to 4th report.	8.0
Cherniak, S	04-Oct-22	Email from L. Williams re late offer. Respond to C. Percy re how to deal with. Review of Company payroll reports and D. Flett queries. Approve payroll. D. Flett queries re report. Respond. T. Hogan queries re tax issues review L. Williams responses and questions to L. Ellis. Respond. Respond to T. Hogan query re timing of remaining issues. Review L. Williams response. Emails from OSB re CCAA access. Respond. Queries re company cash flow being extended weekly to Nov 30 and revised. Follow up with Company. Emails re HST issue N/A as it is a share purchase. Follow up on wire transfer. Review responses. Email from D. Samuels requesting call. Respond. Email from RBC requesting security position update. Respond. Various email re Land Transfer Tax and who is responsible. Respond and review L. Williams responses. Emails with L. Ellis and L. Williams re LTT.	5.5
Flett, D	04-Oct-22	Continue with confidential supplement to 4th report and 4th report, Metrix appraisal summary and analysis; emails with S. Cherniak, L. Williams re land transfer taxes and estimate amount; email with K. Arnel re weekly payroll, cash flow through November review and format weekly cash flow to WE Nov 26, 2022 for inclusion in 4th report; finalize draft 4th report and confidential supplement and forward to L Williams for review.	6.8

Staff	Date	Comments	Hours
Cherniak, S	05-Oct-22	Emails re call to discuss LTT and fees. Call with L. Williams re same. Review TGF edits to report. Discuss with D. Flett. Make further edits to report. Send to TGF. Review MT request for additional edits. Review of MT factum. Finalize report. Approve expenses. Review of property tax bill. Call with D. Samuels re queries. Emails from RBC re security position. Review file re fees. Emails re fees. Send executed report. Review served report. Review of draft security position.	3.7
Flett, D	05-Oct-22	Review property tax bills and email to K Arnel re 2022 final bill, S. Cherniak re call with County Middlesex; call with S. Cherniak, L. Williams to review 4th report revisions, land transfer tax issue, administration charge; review L. Williams revisions to report and appendix; D. Ward of MT email re appendix; call with S. Cherniak re report and appendix revisions, non cannabis assets; revisions to report and appendix and forward to L. Williams with comments; email with V. Prasad, T. Hogan re security position; finalize 4th report and appendix as pdf's and forward to S. Cherniak, L. Williams; review property tax statement of account from township and 2022 final bill received from company; prepare updated estimated security position for RBC; instructions to IT to post court documents.	4.4
Cherniak, S	06-Oct-22	Call with L. Williams re LTT and fees. Review of follow up emails with L. Ellis re same. Call with G. Ivany re closing adjustments. Review of D. Flett email to creditor. Review of email from T. Hogan re cancellation of credit cards. Review of follow up emails from L. Ellis/L. Williams re follow up conversations with T. Hogan re LTT. Review of vesting order. Email from D. Samuels re payment of property tax. Respond.	2.2
Flett, D	06-Oct-22	Arrangements with BDO IT to modify and post new court documents; email with S. Cherniak, L Williams re professional fees, land transfer tax; revise RBC security position; email reply to creditor, D. Hackett.	1.2
Cherniak, S	07-Oct-22	Call with T. Hogan and L. Williams re LTT. Further call with T. Hogan, L. Williams and RBC re LTT and fees. Review of email to MT re confirmation of settlement amount. Update security position and send to RBC. Review query and respond. Review of orders and endorsement. Property tax info from D. Flett. Attend sale approval motion.	3.0
Flett, D	07-Oct-22	Revise and finalize estimated RBC security position re LTT, administration charge and related emails with S. Cherniak, G. Ivany of RBC; attend court hearing of approval and vesting order; review company email with Agricorp re property tax classification and forward to S. Cherniak; review and download endorsement and orders of Justice Osborne and instructions to BDO IT to post.	2.1
Cherniak, S	11-Oct-22	Query from shareholder. Send to L. Williams for response. Review and send response. Review website to ensure order posted. Email from L. Ellis. Send to L. Williams for response. Review and approve payments. Review wires.	1.2

Staff	Date	Comments	Hours
Cherniak, S	12-Oct-22	Approve expenses upon receiving answers to queries. Review wire transfer. Respond to shareholder queries. Respond to query from m&a.	1.0
Flett, D	12-Oct-22	Email with S. Cherniak, BDO IT to confirm posting of Oct. 7 court documents to web site; M Rombouts email re payments and email with S. Cherniak re Steris, planned Adrex shipments; email from shareholder.	0.4
Cherniak, S	13-Oct-22	Review of email with M. Rombouts re irradiation payments. Discuss with D. Flett waterfall schedule. Review of queries re same. Review draft schedule. Call with T. Hogan re same. Call with L. Williams re same. Send calendar invites. Email from Hogan re Van Englen payment being included in waterfall. Respond.	2.6
Flett, D	13-Oct-22	Email with creditor - D Hackett; call with S. Cherniak re m4 transaction, distribution; prepare detailed draft distribution based on m4 transaction closing and subsequent distribution order; reconcile prior RBC security position to draft distribution and email to T Hogan to explain; review S. Cherniak, L. Williams, L. Ellis emails re draft distribution.	3.3
Cherniak, S	14-Oct-22	Call with T. Hogan and L. Williams re distribution motion. Review of TGF bill.	1.0
Cherniak, S	17-Oct-22	Emails from Company re weekly cash flow and receipts and disbursements. Review and approve payroll. Queries re hydro payment. Email from B. Blay re allocation. Review L. Williams response. Cancellation of distribution motion call. Update on fees.	1.3
Flett, D	17-Oct-22	Review WE 10/8 and 10/15 payment and deposit reports from company and prepare weekly actual cash flow from Oct. 2; review updated weekly cash flow projection; email with K. Arnel, M. Rombouts re reporting, hydro one; review payroll reports and emails with K. Arnel, S. Cherniak; email from shareholder; S Massie of MT email re conference call.	2.7
Cherniak, S	18-Oct-22	Email from shareholder. Respond. Email re payroll. Respond. Call with L. Williams on dealing with B. Blay and allocation. Call with MT, HP and TGF re fees and distribution motion. Approve payments. Emails re call with B. Blay. Call with T. Hogan re approach to B. Blay.	1.8
Flett, D	18-Oct-22	K. Arnel, s. Cherniak emails re payment approval; call with mt, t. Hogan, l. Williams re administration charge, distribution motion.	0.9
Cherniak, S	19-Oct-22	Call from T. Hogan re upcoming call with B. Blay. Email to L. Williams re same. Call with B. Blay, L. Williams and T. Hogan re allocation issue. Follow call from T. Hogan. Email from D. Samuels re timing of property tax payment. Email to L. Zimmerman. Review responses from L. Ellis and L. Zimmerman. Review and approve payments.	1.3
Flett, D	19-Oct-22	K. Arnel email re payments for approval; s. Cherniak, d. Samuel of county emails re property taxes.	0.2



Staff	Date	Comments	Hours
Flett, D	20-Oct-22	Call with S. Cherniak to review professional fee charge, draft distribution and related issues.	0.2
Cherniak, S	21-Oct-22	Review of cash flow.	0.3
Flett, D	21-Oct-22	Brief review of updated weekly cash flow forecast.	0.2
Cherniak, S	24-Oct-22	Deal with hydro bill, review of HST assessment and Ministry POC. Query company re hydro payment. Review response. Call from T. Hogan re fees and distribution. Email to L. Ellis. Review response and L. Williams email. Review of weekly receipts and disbursement. Query approval of payment. Review response and approve.	2.0
Cherniak, S	26-Oct-22	Email from L. Williams re MT fees. Review of L. Williams re MT fees. Email from creditor. Review of D. Flett response.	0.6
Flett, D	26-Oct-22	Review S. Cherniak, K. Arnel, M. Rombouts emails re hydro payment, payments for approval, shipment to Adrex particulars; email with creditor - Ruth Chun Law; review weekly receipts and payments report.	1.1
Cherniak, S	27-Oct-22	Review of MT accounts. Call with T. Hogan. Call with L. Williams re same. Call with M. Rombouts. Email to MT re breakdown of fees.	1.5
Flett, D	27-Oct-22	L. Ellis, L. Williams emails re mt invoices; brief review of mt invoices and email with s. Cherniak.	0.5



Tel: 519 660 6540
 Fax: 519 439 4351
 www.bdo.ca

BDO Canada Limited
 100-633 Colborne Street
 London, ON N6B 2Y3

Strictly Private & Confidential

Natural Medco
 2941 Napperton Drive
 Strathroy, ON N7G 3H8

Attention: Melinda Rombouts

Date	Invoice
November 24, 2022	CINV11232022

RE: Natural Medco

OUR FEE FOR PROFESSIONAL SERVICES rendered for the period October 28, 2022 to November 23, 2022 for CCAA monitoring as per the attached detail:

Our Fee	\$ 28,390.00
Estimated time to complete	20,000.00
Subtotal	<u>48,390.00</u>
HST - 13.00% (#R101518124)	6,290.70
TOTAL	<u><u>\$ 54,680.70</u></u>

Summary of Time Charges:

	<u>Rate</u>	<u>Amount</u>
S. Cherniak, Partner, London, Corporate Insolvency	31.8	550.00 17,490.00
Finnegan, M. Administrative, London, Corporate Insolvency	2.0	225.00 450.00
D. Flett, Sr. Manager, London, Corporate Insolvency	22.0	475.00 10,450.00
Total	<u>55.8</u>	<u><u>\$ 28,390.00</u></u>



Staff	Date	Comments	Hours
Cherniak, S	28-Oct-22	Email from M. Rombouts re payment to customs. Approve payment. Review of cash flow. Review of BDO invoices.	1.2
Flett, D	31-Oct-22	Review company payment and deposits report and prepare actual cash flow summary for WE 10/22 and 10/29; review updated cash flow forecast from company; prepare summary of Miller Thomson invoices to date by lawyer including emails with D. Ward of Miller Thomson, instructions to M. Finnegan; review, format and expand summary of all professional fees prepared by M. Finnegan and integrate detailed Miller Thomson summary.	4.5
Cherniak, S	31-Oct-22	Compile professional fees for RBC review. Review draft schedule. Review of weekly R&D. Call with T. Hogan to update. Review of emails from D. Ward re same.	2.2
Cherniak, S	1-Nov-22	Review and approve invoices and payroll. Various email to/from Miller Thomson and Thornton Grout Finnigan re fees. Review draft fee schedule and propose edits. Review final. Send to hp. Update on hp on progress. Review Thornton Grout Finnigan account. Email re Alberta registration.	3.3
Flett, D	1-Nov-22	Revise and update professional fee summary schedule; update Miller Thomson detail schedule re additional information from D Ward; review draft professional fee summary with S. Cherniak; review S. Cherniak email to T. Hogan re fee summary; review proposed payroll from K. Arnel; emails with K. Arnel re shipping approval for ALGC, Norton Rose enquiry.	2.3
Finnegan, M	1-Nov-22	Review and prepare summary of legal fees, hourly rates for report to the Bank.	2
Flett, D	2-Nov-22	Review email from Enbridge, recent bill, prior correspondence and call with S. Cherniak; L Ellis, L Williams emails re transaction closing; review payments for approval.	0.4
Cherniak, S	2-Nov-22	Review and approve invoices. Emails to/from Alberta registry re filing of returns. Review company response. Email from T. Hogan re fees and closing. Review L. Williams email and L. Ellis response re closing. Email from Enbridge. Call with D. Flett re same. Respond. Review M. Rombouts response and further respond.	2.4
Flett, D	3-Nov-22	K. Arnel email re payment approval; review weekly cash projection, actual at 10/29 and email with S. Cherniak re cash position; voice mail from interested party, A. Salz and forward to A. Stern; L. Ellis, L. Williams emails re closing date extension, funding.	0.6
Cherniak, S	3-Nov-22	Approve payments. Update from L. Ellis on closing. Review of T. Hogan response and L. Williams email to L. Ellis. Review response. Deal with call from interested party.	1.2
Cherniak, S	4-Nov-22	Review of cash flow. Calls from T. Hogan re call with RBC. Review of emails re interested party.	0.6
Flett, D	7-Nov-22	11/04/22: emails with A. Stolz, A Stern of BDO re sale process status enquiry; review updated weekly cash flow, forecasted bulk sales and related emails with S. Cherniak.	0.6
Cherniak, S	7-Nov-22	Deal with fee issue. Call with T. Hogan and L. Williams. Further call with T. Hogan, L. Williams and L. Ellis. Emails over the weekend with L. Williams and T. Hogan re same. Email from C. Percy re update. Respond.	2.4
Flett, D	8-Nov-22	Review weekly payments and deposits report prepared by company; prepare weekly actual cash flow versus forecast; review prior correspondence and email with S. Cherniak re Enbridge.	0.9



Staff	Date	Comments	Hours
Cherniak, S	8-Nov-22	Review of weekly R&D. Calls with T. Hogan re RBC increasing the charge. Fees discussion internally and with L. Williams. Respond to C. Percy.	2
Flett, D	9-Nov-22	Call with S. Cherniak re administration charge shortfall and arrangements, cash position and M4 funding, closing date and other issues; K. Arnel email re payments for approval.	0.3
Cherniak, S	9-Nov-22	Call with L. Ellis and L. Williams re split on shortfall on fees. Update T. Hogan. Update D. Flett. Approve supplier payments.	1.1
Cherniak, S	10-Nov-22	Call with T. Hogan re purchase price allocation. Email to L. Ellis. Review emails thereto. Further call with T. Hogan. Emails re closing date moved. Emails re amendment to APA. Emails re court date for discharge. Respond. Review response. Email from Enbridge. Respond. Emails re call tomorrow to discuss amendments to APA.	1.9
Flett, D	10-Nov-22	L. Williams, L. Ellis emails re transaction, distribution, distribution hearing; email with S. Cherniak re draft distribution, closing adjustments.	0.3
Cherniak, S	11-Nov-22	Call with L. Ellis, T. Hogan, L. Williams to discuss APA. Review of closing docs.	1
Cherniak, S	14-Nov-22	Review of draft vesting order. Call with Miller Thomson, L. Zimmerman and L. Williams re closing docs. Review of weekly r&d summary. Emails re hydro bill. Email from D. Samuels re property taxes. Review response from L. Zimmerman and respond. Email from Enbridge. Review M. Rombouts response. Call with T. Hogan re closing docs. Review of email from L. Williams re court date.	2.4
Flett, D	14-Nov-22	Review updated weekly cash flow; review company prepared payment and receipts report and emails with S. Cherniak, K. Arnel re hydro one; emails from S Mclacherty of Enbridge and M. Rombouts.	0.9
Flett, D	15-Nov-22	Review payroll summaries for approval; review prior company correspondence with Universal and email with L. Williams re service list; email with S. Cherniak re Steris payment approval; L. Williams email re distribution order.	0.5
Cherniak, S	15-Nov-22	Emails re Universal and draft report. Review precedent. Approve payrolls and invoice.	0.7
Cherniak, S	16-Nov-22	Review of wire info. Query re interested party. Respond.	0.5
Cherniak, S	17-Nov-22	Discuss file with T. Hogan, L. Williams and L. Ellis.	0.5
Cherniak, S	18-Nov-22	Email from S. Massie re update on closing date and review of edits to APS. Review of L. Williams email and T. Hogan response.	0.8
Flett, D	21-Nov-22	Start 5th report of the monitor; review precedent report and call with S. Cherniak re report content and timetable; review hydro notice from K. Arnel and emails with S. Cherniak on history; email query from S. Mclacherty of Enbridge and S. Cherniak, L Williams; review weekly payment and deposit report from company and prepare actual cash flow for WE 11/12, WE 11/19 and 8 week actual cash flow summary to date; Continue with 5th report - M4 transaction, proposed distribution.	5.2
Cherniak, S	21-Nov-22	Discuss Monitor's discharge report with D. Flett. Review of weekly R&D. Approve payment. Review of email from Enbridge. Send to L. Williams for comment. Review. Draft and send response. Review of email from Miller Thomson re APS. Deal with Hydro bill arrears. Email from M&A re interested party. Respond.	2.4



Staff	Date	Comments	Hours
Flett, D	22-Nov-22	Revise and update 5th report and forward to S. Cherniak for review; revise 5th report re distribution; S. Cherniak emails re Deans Knight, RBC loan balances; review D. McDermott of Deans Knight email and DIP loan payout schedule and email to S. Cherniak to comment and approve; L. Williams emails re closing court hearing, Van Engelen distribution; review G. Ivany email with updated RBC loan balance, Oct. 7, 2022 security position and related emails with S. Cherniak; review draft Statement of Adjustments and memo to S. Cherniak, L. Williams with queries re land transfer taxes, property taxes, insurance credit and other items; reconcile SOA to draft distribution schedule / waterfall prepared Oct 13, 2022; S. Cherniak, L. Williams emails re HST input credit on professional fees; brief review of closing documents and property tax statement at Oct 24.	3
Cherniak, S	22-Nov-22	Review of draft Monitor's report. Send to Thornton Grout Finnigan. Review emails to/from B. Blay re distribution. Emails to/from Deans knights re outstandings. Review of calculation. Email to RBC re same. Review response. Email from L. Williams re SOA. Responses. Emails re closing adjustments.	3.2
Flett, D	23-Nov-22	Call with S. Cherniak re draft statement of adjustments, net proceeds to be received; prepare analysis of projected closing proceeds, distribution and reconcile RBC distribution to Oct. 7, 2022 estimated security position; review purchaser undertaking re HST refunds on CCAA professional fees, related emails with S. Cherniak, L. Williams and review company prepared post filing HST summary.	2.5
Cherniak, S	23-Nov-22	Deal with queries re HST refund. Review of closing docs. Review and question disbursement from Company. Discuss closing adjustments with D. Flett. Review closing numbers for RBC.	2
Various		Time to complete finalizing the administration of the estate. Attending to the bankruptcy of Residualco.	

Appendix "E"
Affidavit of Leanne M. Williams sworn November 24, 2022

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

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
14428552 CANADA INC., EVE & CO INCORPORATED, AND EVE & CO
INTERNATIONAL HOLDINGS LTD.**

(each an "Applicant" and collectively, the "Applicants")

**AFFIDAVIT OF LEANNE M. WILLIAMS
(Sworn November 24, 2022)**

I, **Leanne M. Williams**, of the City of Toronto, in the Province of Ontario, **MAKE OATH AND SAY AS FOLLOWS:**

1. I am a partner in the law firm of Thornton Grout Finnigan LLP ("**TGF**"), lawyers for BDO Canada Limited in its capacity as Court-appointed Monitor (the "**Monitor**") of the Applicants in these proceedings (the "**CCAA Proceedings**"). As such, I have knowledge of the matters to which I hereinafter depose, except where stated to be on information and belief, and where so stated, I verily believe it to be true.

2. Attached hereto as Exhibit "**A**" are copies of the invoices (the "**Invoices**") issued to the Monitor by TGF for fees and disbursements incurred in the course of these CCAA Proceedings for the period from March 8, 2022 to November 23, 2022 (the "**Fee Approval Period**").

3. As evidenced by the Invoices attached at Exhibit "**A**", in the course of the Fee Approval Period, TGF counsel, students and law clerks have expended a total of 237.10 hours in connection with these CCAA Proceedings, and have incurred CAD \$163,055.00 in fees, CAD \$1,276.49 in disbursements and CAD \$21,347.82 in taxes, for a total of CAD \$185,679.31.

4. Attached hereto as Exhibit “B” is a schedule summarizing the Invoices and the total billable hours charged.
5. Attached hereto as Exhibit “C” is a schedule summarizing the respective years of call, where applicable, and billing rates of each of the TGF professionals who acted for the Monitor during the Fee Approval Period.
6. TGF estimates that the amount necessary to complete this matter will be CAD \$20,000, plus disbursements and taxes.
7. To the best of my knowledge, the rates charged by TGF in the course of these CCAA Proceedings are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services. I believe the total hours, fees and disbursements incurred by TGF on this matter are reasonable and appropriate in the circumstances.
8. This Affidavit is sworn in support of a motion, *inter alia*, approving TGF’s fees and disbursements incurred in respect of the CCAA Proceedings during the Fee Approval Period.

SWORN before me at the City of Toronto,
in the Province of Ontario, this 24th day of
November, 2022.



Commissioner for Taking Affidavits, etc.

**Roxana Gabriela Manea, a Commissioner, etc.,
Province of Ontario, for
Thornton Grout Finnigan LLP,
Barristers and Solicitors.
Expires June 5, 2024.**



LEANNE M. WILLIAMS



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

BDO Canada Limited - London
633 Colborne Street
Suite 230
London, ON N6B 2V3

Attention: Stephen Cherniak

THIS IS EXHIBIT "A" REFERRED TO IN
THE AFFIDAVIT OF LEANNE M. WILLIAMS
SWORN BEFORE ME
THIS 24TH DAY OF NOVEMBER, 2022.

Roxana Gabriela Manea, a Commissioner, etc.,
Province of Ontario, for
Thornton Grout Finnigan LLP,
Barristers and Solicitors.
Expires June 5, 2024.

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

March 28, 2022

Invoice No. 38055
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: March 25, 2022

FEES

Mar-08-22	Emails to potential DIP lenders; discussion regarding same;	0.50	LMW
Mar-09-22	Telephone call from T. Hogan;	0.10	LMW
Mar-10-22	Preparation for conference call with Bank and Monitor;	0.50	RIT
	Attend conference call in respect of potential filing and next steps;	0.50	LMW
	Videoconference with S. Cherniak, L. Williams, R. Thornton and T. Hogan;	0.50	AIS
Mar-15-22	Review cash flow forecast; emails regarding same; emails with S. Cherniak regarding cash flow; emails regarding DIP term sheet; discuss same with S. Cherniak; telephone call with S. Cherniak and T. Hogan regarding status;	1.40	LMW
Mar-16-22	Conference call in respect of cash flow and DIP loan; emails in respect of DIP loan; telephone call with S. Cherniak; emails in respect of position taken by RBC; emails in respect of pre-filing report; discuss same with S. Cherniak;	1.90	LMW
Mar-17-22	Telephone call with L. Williams regarding DIP issues and path forward;	0.30	RIT
	Emails in respect of DIP loan; discuss same with R. Thornton; prepare Non-Disclosure Agreement and circulate same; emails with S. Cherniak; telephone call with L. Ellis in respect of status and next steps to filing;	2.70	LMW
Mar-18-22	Emails and telephone calls with T. Hogan and S. Cherniak in respect of status of filing and position of RBC; conference call in respect of issues with cannabis assets in the event of a receivership; review prior orders	3.80	LMW

	and discussions in respect of same; conference call with RBC to discuss potential CCAA filing and alternatives; review proposed forbearance; emails in respect of draft receivership order; email from potential DIP lender;		
Mar-20-22	Review and revise draft receivership order; emails regarding same; review draft affidavit;	2.90	LMW
Mar-21-22	Emails in respect of pre-filing report; emails in respect of SISP; emails in respect of size of charges; emails in respect of DIP loan; several telephone calls in respect of filing materials; review and revise pre-filing report; telephone calls with S. Cherniak, Y. Levinson and T. Hogan; emails in respect of forbearance terms; emails in respect of application materials; review draft Initial Order and compare to Model; review materials in respect of D&O coverage;	6.10	LMW
	Review draft Initial Order; discussion with L. Williams regarding same;	0.70	AIS
Mar-22-22	Review and revise draft CCAA Initial Order; emails regarding same; emails in respect of status of ancillary materials; emails in respect of draft report; emails in respect of cash flow and CCAA materials; emails in respect of size of charges;	3.30	LMW
	Review of further revised draft initial order; discussion with L. Williams regarding initial application and state of the record for same; review of the draft affidavit of M. Rombouts;	1.10	AIS
Mar-23-22	Emails in respect of finalization of court materials; emails in respect of D&O charge; telephone call with S. Cherniak regarding same; continue to review and finalize court materials; telephone calls in respect of same;	6.30	LMW
	Emails regarding the draft affidavit in support of the initial order; review of the draft Monitor's report; discussion with L. Williams regarding same;	1.60	AIS
Mar-24-22	Further revise and finalize draft report; emails regarding same; emails in respect of timing of press release; review draft of same; review circulated materials; emails in respect of service of report; emails in respect of draft factum; emails in respect of service; emails in respect of timing of SISP and comeback hearing; emails with B. Bley in respect of D&O Charge; prepare submissions for initial hearing;	4.80	LMW
	Internal directions regarding preparing a service list; discussion with L. Williams regarding the initial application; instructions regarding service of the proposed monitor's report, filing and uploading same to CaseLines; emails from S. Cherniak and counsel to the applicants and RBC; emails with M. Singhla regarding service; emails from S. Cherniak and L. Williams regarding the April 1st return date; emails from B. Blay;	1.50	AIS
	Emails with A. Soutter regarding uploading of report into CaseLines; further emails with A. Soutter and L. Wynne regarding parties for which an email address could not be located and assist with same;	1.80	RGM

locate and provide email contacts for Trisura Guarantee, and parties in Alberta, British Columbia and at municipality of Strathroy-Caradoc; review emails between A. Soutter and counsel for the applicant regarding same; further emails with A. Soutter and assistant regarding new court file number and electronic filing of report; upload served report into CaseLines and prepare copy with court file number for electronic filing;

Mar-25-22	Emails and telephone call with K. Plunkett in respect of Option to Purchase; emails regarding same; telephone call with T. Hogan; emails with S. Cherniak in respect of application; emails in respect of press release; attend CCAA application; attend conference call to settle order; telephone call with L. Ellis; discussions in respect of SISP; review endorsement; emails in respect of CCAA press release;	3.10	LMW
	Emails regarding the url for the Monitor's website; attendance at the initial application; review of the option to purchase in favour of M. Rombouts and D. Burch; discussion regarding same with L. Williams;	2.50	AIS
	Call with A. Soutter regarding affidavit of service and uploading same into CaseLines where service disputed; emails with L. Wynne regarding replies received to electronic service of report from additional parties served in second round, after email addresses were located; email from A. Soutter regarding newspaper notice following Initial Order and provide samples from various recent CCAA proceedings; attend to electronic filing of proposed monitor report;	1.30	RGM

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.80	\$1,250.00	\$1,000.00
Leanne M. Williams	37.40	\$850.00	\$31,790.00
Alexander Soutter	7.90	\$575.00	\$4,542.50
Roxana Manea (Law Clerk)	3.10	\$325.00	\$1,007.50

Total Fees **\$38,340.00**
HST (@ 13%) on Fees **\$4,984.20**

Total Fees and HST **\$43,324.20**

TOTAL NOW DUE **\$43,324.20**

THORNTON GROUT FINNIGAN LLP



Per: Leanne Williams

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

1. Cheque Payable to Thornton Grout Finnigan LLP or

2. EFT or Wire Transfer to:

Account No. 027779-001

Transit No. 10532

Institution No. 016 (HSBC Bank Canada)

Account Name - Thornton Grout Finnigan LLP

Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4

Name of Bank - HSBC Bank Canada

SwiftCode: HKBCCATT

Attention: Credit Services Department

Please send remittance advice to ychiu@tgf.ca



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

BDO Canada Limited - London
633 Colborne Street
Suite 230
London, ON N6B 2V3

April 20, 2022

Attention: Stephen Cherniak

Invoice No. 38118
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: March 31, 2022**

FEES

Mar-23-22	Telephone call with L. Williams regarding status of matter;	0.50	RIT
Mar-27-22	Emails and telephone call with T. Hogan regarding SISP; review and revise SISP; emails regarding same; review proposed Amended Order and draft Affidavit;	1.90	LMW
Mar-28-22	Attend conference call with the Monitor to discuss terms of SISP and comeback order; further revise SISP; emails regarding same; emails with K. Plunkett in respect of position of DIP Lender; review proposed changes to SISP and affidavit proposed by RBC; telephone calls in respect of SISP terms; emails in respect of service list; emails in respect of pre-filing payments; telephone calls regarding same; review and revise letter to creditors; telephone calls with D. Ward in respect of comeback materials; emails regarding same;	2.80	LMW
	Videoconference with S. Cherniak, D. Flett, and L. Williams regarding the SISP; email to M. Singhla regarding email addresses for service;	1.00	AIS
Mar-29-22	Emails with L. Ellis; emails in respect of service list; emails in respect of Monitor's Report; emails in respect of motion materials; review same and revised SISP;	0.70	LMW
	Emails with S. Cherniak, L. Williams and D. Flett regarding the Monitor's Report, the Motion Record of the Applicants, the SISP and ancillary issues; review of the motion record of the applicants and the updated SISP;	0.80	AIS

	Email from A. Soutter and attend to matters regarding updated Service List;	0.10	RGM
Mar-30-22	Emails in respect of Monitor's Report; telephone call with S. Cherniak regarding same; emails in respect of terms of SISP; review and revise factum; emails in respect of timing of payments; review and revise draft Monitor's Report; emails regarding same;	2.30	LMW
	Review of the Applicants' factum; emails from S. Cherniak and D. Ward regarding the Monitor's Report; emails with R. Danter; review of the draft Monitor's Report;	1.80	AIS
	Emails with A. Soutter regarding status of First Report and service of same; prepare revised Service List and backpage for report;	0.80	RGM
Mar-31-22	Emails in respect of draft Report; further review and revisions to same; emails in respect of timing of payables; emails in respect of request for appraisals; emails and telephone call with B. Blay in respect of terms of SISP; emails with K. Plunkett regarding status of motion; telephone call with T. Hogan and S. Cherniak in respect of cash flow forecast; emails regarding position of Township; review and revise Acknowledgment and Undertaking; emails regarding same;	4.10	LMW
	Emails from S. Cherniak regarding the Monitor's first report and review of same;	1.00	AIS
	Review and revise First Report; finalize and add table of Contents; instructions from L. Williams and attend to service of same; upload report into CaseLines; prepare Affidavit of Service and attend commissioning call for same; attend to electronic filing of First Report; emails from L. Williams and A. Soutter regarding counsel to the Township of Adelaide Metcalfe; revise Service List to include same and circulate internally;	2.80	RGM

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.50	\$1,250.00	\$625.00
Leanne M. Williams	11.80	\$850.00	\$10,030.00
Alexander Soutter	4.60	\$575.00	\$2,645.00
Roxana Manea (Law Clerk)	3.70	\$325.00	\$1,202.50
Total Fees			\$14,502.50
HST (@ 13%) on Fees			<u>\$1,885.33</u>
Total Fees and HST			\$16,387.83

DISBURSEMENTS

Teranet Property Search	<u>\$10.00</u>
Total Taxable Disbursements	\$10.00
HST (@ 13%) on Taxable Disbursements	\$1.30
Total *Non-Taxable Disbursements	<u>\$0.00</u>

Total Disbursements and HST **\$11.30**

TOTAL NOW DUE **\$16,399.13**

THORNTON GROUT FINNIGAN LLP

Per:  Leanne Williams

E.& O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

1. *Cheque Payable to Thornton Grout Finnigan LLP or*
2. *EFT or Wire Transfer to:*

Account No. 027779-001

Transit No. 10532

Institution No. 016 (HSBC Bank Canada)

Account Name - Thornton Grout Finnigan LLP

Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4

Name of Bank - HSBC Bank Canada

SwiftCode: HKBCCATT

Attention: Credit Services Department

Please send remittance advice to ychiu@tgf.ca

BDO Canada Limited - London
 633 Colborne Street
 Suite 230
 London, ON N6B 2V3

May 6, 2022

Attention: Stephen Cherniak

Invoice No. 38193
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: April 30, 2022

FEES

Apr-01-22	Emails in respect of SISP; attend comeback motion; emails in respect of service list; emails in respect of order and endorsement; emails in respect of August hearings; emails in respect of wire transfers; emails in respect of appraisal; emails in respect of FCC agreement; review agreement; telephone call with S. Cherniak regarding same;	3.30	LMW
	Emails with contact person at Meridian OneCap regarding revisions to Service List for this party's email address and mailing addresses; emails with L. Williams regarding same; revise Service List;	0.60	RGM
Apr-04-22	Review and revise SISP ad; telephone call with S. Cherniak in respect of potential purchaser;	0.90	LMW
Apr-05-22	Emails and telephone call with L. Ellis; emails and telephone call with S. Cherniak regarding SISP; emails regarding SISP; review agenda;	2.70	LMW
Apr-06-22	Attend conference call regarding SISP;	0.80	LMW
Apr-07-22	Emails in respect of SISP documents; briefly review same;	0.40	LMW
Apr-08-22	Emails in respect of potential stalking horse; review SISP notice; emails regarding same;	0.40	LMW
Apr-11-22	Emails in respect of sales process; emails in respect of OSB and service list; emails and telephone call with T. Hogan;	0.60	LMW
	Instructions from L. Williams and revise Service List; provide updated copy to S. Cherniak for posting on Monitor's webpage for	0.30	RGM

the proceeding;

Apr-13-22	Emails in respect of termination of FCC lease; review documents regarding same; conference call with debtor counsel in respect of FCC agreement; emails and telephone call with S. Cherniak regarding same; emails in respect of sale process; emails in respect of FCC;	2.30	LMW
Apr-14-22	Emails in respect of sales process; discussion in respect of FCC; emails regarding same; emails with S. Cherniak;	0.70	LMW
	Discussion with L. Williams regarding issues surrounding tenancy at the property;	0.50	AIS
Apr-15-22	Research on whether a ROFR clause in a commercial lease (or generally in contracts) can be disclaimed in CCAA proceedings	5.20	KC
Apr-16-22	Review research regarding disclaimers;	0.20	LMW
	Email correspondence with L. Williams concerning research on disclaiming a ROFR in the context of a commercial lease in CCAA proceedings	0.60	KC
Apr-18-22	Emails in respect of FCC;	0.20	LMW
Apr-19-22	Emails regarding order to comply from Township; review same;	0.30	LMW
Apr-20-22	Emails in respect of call with FCC; emails in respect of SISP;	0.40	LMW
Apr-21-22	Attend conference call in respect of SISP; emails in respect of FCC call;	0.70	LMW
Apr-22-22	Conference call in respect of potential claim; further calls with D. Ward, S. Cherniak and A. Soutter regarding same; emails in respect of follow up call;	1.20	LMW
	Review agreements and correspondence between Eve & Co and Franchise Cannabis Corp and consider implications of same on this proceeding; videoconference with D. Ward, S. Cherniak, D. Vaiman and L. Williams regarding Franchise agreement and involvement in process; discussion with L. Williams regarding same;	1.50	AIS
Apr-24-22	Emails in respect of SISP;	0.10	LMW
Apr-25-22	Conference call in respect of FCC claims and next steps;	0.40	LMW
	Videoconference with L. Williams, S. Cherniak, T. Hogan and D. Ward;	0.40	AIS
Apr-26-22	Discuss outstanding issues with A. Soutter; emails with D. Ward regarding same;	0.50	LMW
	Review documents relating to FCC's position and discussion with L. Williams regarding same; emails with D. Ward about FCC;	0.60	AIS

Apr-27-22	Email in respect of CIM;	0.10	LMW
Apr-28-22	Review letter to FCC regarding termination; emails regarding same; telephone call with D. Ward regarding potential Bavaria Weed claim;	0.90	LMW
Apr-29-22	Emails in respect of cash flow; emails with S. Cherniak; emails in respect of SISP;	0.40	LMW
	Emails between T. Hogan, S. Cherniak and L. Ellis regarding cash flows;	0.10	AIS

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leanne M. Williams	17.50	\$850.00	\$14,875.00
Alexander Soutter	3.10	\$575.00	\$1,782.50
Katherine Chan (Student)	5.80	\$375.00	\$2,175.00
Roxana Manea (Law Clerk)	0.90	\$325.00	\$292.50
Total Fees			\$19,125.00
HST (@ 13%) on Fees			<u>\$2,486.25</u>
Total Fees and HST			<u>\$21,611.25</u>
TOTAL NOW DUE			<u>\$21,611.25</u>

THORNTON GROUT FINNIGAN LLP



Per: Leanne Williams

E. & O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

1. Cheque Payable to Thornton Grout Finnigan LLP or

2. EFT or Wire Transfer to:

Account No. 027779-001

Transit No. 10532

Institution No. 016 (HSBC Bank Canada)

Account Name - Thornton Grout Finnigan LLP

Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4

Name of Bank - HSBC Bank Canada

SwiftCode: HKBCCATT

Attention: Credit Services Department

Please send remittance advice to ychiu@tgf.ca

BDO Canada Limited - London
 633 Colborne Street
 Suite 230
 London, ON N6B 2V3

June 14, 2022

Attention: Stephen Cherniak

Invoice No. 38340
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
 for the period ending: May 31, 2022**

FEES

May-02-22	Emails in respect of FCC termination; emails in respect of real property taxes; discuss outstanding issues with A. Soutter;	0.50	LMW
	Review letters from D. Ward to FCC; review emails regarding the municipal taxes owing;	0.20	AIS
May-05-22	Review draft letter to V. Gauthier regarding FCC assets; email in respect of failure to file financial statements;	0.30	LMW
May-06-22	Emails in respect of CIM; emails in respect of OSC position on trading;	0.20	LMW
May-08-22	Emails in respect of position taken by FCC;	0.30	LMW
May-09-22	Emails in respect of purchase option; review draft letter to FCC; emails regarding same;	0.50	LMW
	Review email from V. Gauthier regarding the FCC agreement; email from S. Cherniak regarding contents of data room; review draft response to V. Gauthier;	0.40	AIS
May-10-22	Emails in respect of factoring arrangement; briefly review agreements; email to student in respect of priority issues;	0.40	LMW
	Preliminary Research on factoring agreements for L. Williams;	1.00	SHS
May-11-22	Telephone call and emails with T. Hogan regarding outstanding issues; emails in respect of factoring claim; emails in respect of research regarding same;	0.30	LMW
	Review emails regarding factoring claim; review of relevant	0.50	AIS

	agreement;		
	Preliminary Research on factoring agreements for L. Williams;	2.00	SHS
May-12-22	Further Research on factoring agreements for L. Williams and drafting of memo;	2.50	SHS
May-13-22	Review research regarding factoring; attend conference call with factoring creditor and counsel; emails in respect of FCC assets;	1.20	LMW
	Further research into factoring agreements and if accounts receivables are considered property of the bankrupt for L. Williams;	4.00	SHS
May-15-22	Research for L. Williams on commingling of funds with respect to factoring agreements;	3.50	SHS
May-16-22	Emails in respect of trust argument;	0.20	LMW
	Review research relating to the factoring agreement and the parties' rights; discussion with S. Srikaruna regarding same;	0.30	AIS
May-17-22	Emails in respect of cash flows and position of RBC;	0.20	LMW
	Emails in respect of FCC assets; letter from counsel to factoring company; emails regarding same;	0.40	LMW
	Research on reliefs available to beneficiaries of a trust; research on perfected security interests in a factoring agreement for A. Soutter.;	6.00	SHS
May-18-22	Emails and telephone call with S. Cherniak in respect of position of factoring company and status of outstanding issues; emails in respect of FCC assets; emails in respect of sales process; emails in respect of service list;	1.10	LMW
	Review correspondence from M. Russell; review research regarding factoring and priorities with secured creditors;	0.90	AIS
May-19-22	Emails in respect of CNC factoring arrangement; emails regarding updated service list;	0.30	LMW
	Emails from D. Flett and S. Cherniak regarding the Capital Now Cannabis claim; discussion with L. Williams regarding same; review emails between T. Hogan and L. Ellis regarding potential payments to the company;	0.40	AIS
	Instructions from L. Williams; review letter from counsel to Cannabis Capital Now and revise Service List; circulate updated Service List to L. Williams;	0.40	RGM
May-20-22	Emails with B. Blay in respect of status of SISP;	0.20	LMW
	Further research for a memo on traceability of trust funds and the remedy available; research on debtor's absolute assignment of accounts to a third party pursuant to a factoring agreement;	4.50	SHS
May-24-22	Emails in respect of cash flows; emails in respect of A/R to be collected;	0.40	LMW

	Review of research regarding claims pursuant to factoring agreements;	0.20	AIS
May-25-22	Emails in respect of cash flows;	0.20	LMW
May-30-22	Emails in respect of FCC assets; email in respect of cash position and review cash flow forecast;	0.50	LMW

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leanne M. Williams	7.20	\$850.00	\$6,120.00
Alexander Soutter	2.90	\$575.00	\$1,667.50
Shurabi Srikaruna (Student)	23.50	\$375.00	\$8,812.50
Roxana Manea (Law Clerk)	0.40	\$325.00	\$130.00
Total Fees			\$16,730.00
Less: Goodwill Discount			<u>(\$7,000.00)</u>
Balance of Fees			\$9,730.00
HST (@ 13%) on Fees			<u>\$1,264.90</u>
Total Fees and HST			\$10,994.90
<u>DISBURSEMENTS</u>			
Computer Research			<u>\$474.24</u>
Total Taxable Disbursements			\$474.24
HST (@ 13%) on Taxable Disbursements			\$61.65
Total *Non-Taxable Disbursements			<u>\$0.00</u>
Total Disbursements and HST			<u>\$535.89</u>
TOTAL NOW DUE			<u>\$11,530.79</u>

THORNTON GROUT FINNIGAN LLP



Per: Leanne Williams

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

1. Cheque Payable to Thornton Grout Finnigan LLP or

2. EFT or Wire Transfer to:

Account No. 027779-001

Transit No. 10532

Institution No. 016 (HSBC Bank Canada)

Account Name - Thornton Grout Finnigan LLP

Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4

Name of Bank - HSBC Bank Canada

SwiftCode: HKBCCATT

Attention: Credit Services Department

Please send remittance advice to ychiu@tgf.ca

BDO Canada Limited - London
 633 Colborne Street
 Suite 230
 London, ON N6B 2V3

July 28, 2022

Attention: Stephen Cherniak

Invoice No. 38531
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
 for the period ending: June 30, 2022**

FEES

May-12-22	Email from T. Hogan in respect of financial status of borrower;	0.20	LMW
May-23-22	Email from and to B. Blay in respect of status of proceeding;	0.20	LMW
Jun-01-22	Emails in respect of FCC assets;	0.20	LMW
Jun-03-22	Emails in respect of FCC assets;	0.20	LMW
Jun-06-22	Emails in respect of order from the Township; emails in respect of FCC assets; telephone call with D. Ward in respect of outstanding issues	0.50	LMW
Jun-07-22	Emails and telephone call with S. Cherniak regarding outstanding issues; telephone call to V. Gauthier; review cash flow; emails regarding same; emails with T. Hogan; email to L. Ellis regarding outstanding issues;	1.40	LMW
Jun-08-22	Emails in respect of outstanding issues; emails in respect of sales process; emails and telephone call with D. Ward in respect of possible Bavaria settlement; emails with S. Cherniak regarding same;	0.80	LMW
Jun-09-22	Emails regarding Bavaria Weed; telephone call with S. Cherniak regarding same and other outstanding issues; discuss status with A. Soutter; attend conference call with the company to discuss status and next steps; discuss same with A. Soutter;	1.60	LMW
	Discussion with L. Williams regarding recent developments on this	1.30	AIS

file;


Jun-10-22	Emails in respect of liquidity issues; emails with S. Cherniak; emails in respect of cash flows;	0.50	LMW
Jun-11-22	Emails in respect of cash flow forecast; review same;	0.30	LMW
Jun-13-22	Emails in respect of FCC; attend conference call with RBC to discuss liquidity issues;	1.40	LMW
Jun-14-22	Email regarding revised cash flow forecast;	0.20	LMW
	Email and telephone call with V. Gauthier in respect of FCC materials left onsite;	0.30	LMW
Jun-15-22	Emails with D. Ward in respect of FCC and Bavaria Weed;	0.30	LMW
Jun-20-22	Emails with D. Ward regarding removal of FCC material; emails in respect of tenancy LOI; emails with T. Hogan;	0.50	LMW
	Email from S. Cherniak regarding recent correspondence from M. Rombouts;	0.10	AIS
Jun-21-22	Email in respect of cash flow and outstanding issues; emails in respect of removal of FCC assets;	0.20	LMW
Jun-22-22	Emails in respect of removal of FCC assets;	0.20	LMW
Jun-24-22	Email in respect of status of SISP;	0.20	LMW
Jun-28-22	Email in respect of cash flow; email regarding SISP;	0.20	LMW
Jun-29-22	Email regarding SISP status;	0.10	LMW

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leanne M. Williams	9.50	\$850.00	\$8,075.00
Alexander Soutter	1.40	\$575.00	\$805.00
Total Fees			\$8,880.00
HST (@ 13%) on Fees			<u>\$1,154.40</u>
Total Fees and HST			\$10,034.40

DISBURSEMENTS

Computer Research	<u>\$319.29</u>
Total Taxable Disbursements	\$319.29
HST (@ 13%) on Taxable Disbursements	\$41.51
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and HST	<u>\$360.80</u>
TOTAL NOW DUE	<u>\$10,395.20</u>

THORNTON GROUT FINNIGAN LLP

Per: Leanne Williams

E. & O.E.
 GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

1. *Cheque Payable to Thornton Grout Finnigan LLP or*
2. *EFT or Wire Transfer to:*
 - Account No. 027779-001*
 - Transit No. 10532*
 - Institution No. 016 (HSBC Bank Canada)*
 - Account Name - Thornton Grout Finnigan LLP*
 - Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4*
 - Name of Bank - HSBC Bank Canada*
 - SwiftCode: HKBCCATT*
 - Attention: Credit Services Department*
 - Please send remittance advice to ychiu@tgf.ca*



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

BDO Canada Limited - London
633 Colborne Street
Suite 230
London, ON N6B 2V3

August 29, 2022

Attention: Stephen Cherniak

Invoice No. 38604
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: July 31, 2022

FEES

Jul-05-22	Emails in respect of cash flow and status of outstanding issues;	0.20	LMW
Jul-07-22	Discuss status with A. Soutter;	0.20	LMW
Jul-08-22	Emails in respect of cash flow; emails with D. Ward in respect of Bavarian Weed;	0.30	LMW
Jul-12-22	Emails in respect of email received from FCC;	0.20	LMW
Jul-13-22	Emails in respect of communication from FCC;	0.20	LMW
Jul-15-22	Emails in respect of Bavaria Weed negotiations;	0.20	LMW
Jul-21-22	Telephone call with D. Ward in respect of Bavaria Weed discussions; emails regarding same; email regarding cash flow;	0.40	LMW
Jul-26-22	Emails in respect of cash flows;	0.20	LMW
Jul-27-22	Letter from FCC regarding SISP; emails regarding same;	0.30	LMW
Jul-29-22	Briefly review offers received in SISP;	0.30	LMW

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leanne M. Williams	2.50	\$850.00	\$2,125.00
Total Fees			\$2,125.00
HST (@ 13%) on Fees			<u>\$276.25</u>
Total Fees and HST			<u>\$2,401.25</u>
TOTAL NOW DUE			<u>\$2,401.25</u>

THORNTON GROUT FINNIGAN LLP



Per: Leanne Williams

E. & O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

- 1. Cheque Payable to Thornton Grout Finnigan LLP or*
- 2. EFT or Wire Transfer to:*

Account No. 027779-001

Transit No. 10532

Institution No. 016 (HSBC Bank Canada)

Account Name - Thornton Grout Finnigan LLP

Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4

Name of Bank - HSBC Bank Canada

SwiftCode: HKBCCATT

Attention: Credit Services Department

Please send remittance advice to ychiu@tgf.ca



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

BDO Canada Limited - London
633 Colborne Street
Suite 230
London, ON N6B 2V3

September 28, 2022

Attention: Stephen Cherniak

Invoice No. 38708
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: August 31, 2022**

FEES

Aug-02-22	Emails in respect of sales process; telephone call with S. Cherniak in respect of same and other outstanding issues;	1.30	LMW
Aug-03-22	Emails with S. Cherniak regarding offers received; review proposed Asset Purchase Agreement and Share Purchase Agreement and searches regarding priority between entities; telephone call with T. Hogan regarding terms of offers received;	1.10	LMW
Aug-04-22	Emails in respect of process letter; review and revise same; emails and conference call in respect of insurance payment;	1.40	LMW
Aug-05-22	Emails and conference call in respect of funding of payables; telephone call with S. Cherniak regarding same; telephone call with T. Hogan regarding offers to purchase; emails and telephone call with L. Ellis in respect of outstanding issues and next steps; email to S. Cherniak and T. Hogan regarding same;	2.90	LMW
Aug-08-22	Conference call with the Company and the Monitor; emails with S. Cherniak; email in respect of cash flow;	0.70	LMW
Aug-09-22	Telephone call with T. Hogan in respect of insurance issues; emails with S. Cherniak in respect of sale of inventory; emails in respect of issues raised by FCC; emails with V. Gauthier and L. Ellis;	0.70	LMW
Aug-10-22	Attend call with counsel to FCC and Eve; review SISF and email to V. Gauthier regarding same; emails in respect of sale of inventory and payment of payables; emails in respect of insurance terms; email	1.00	LMW

in respect of work orders;

Aug-11-22	Emails in respect of sale of inventory; emails in respect of issues raised by municipality; emails with counsel to FCC regarding sales process; emails regarding timing of insurance notice; emails regarding HST liability;	1.00	LMW
Aug-12-22	Emails in respect of cash flows and sale of inventory; discuss same and SISP with S. Cherniak; emails in respect of insurance payments;	0.80	LMW
	To research law and cases against Ted Leroy Trucking [Century Services] Ltd, Re 2010 SCC 60;	3.00	RC
Aug-15-22	Emails in respect of DIP lender to see Bids; email regarding research into priority of HST;	0.40	LMW
Aug-16-22	Telephone call with D. Ward in respect of relief to be sought on upcoming motion; emails regarding same;	0.50	LMW
Aug-17-22	Briefly review bids received; emails regarding same;	0.30	LMW
Aug-18-22	Review bids in detail; emails in respect of call to discuss same; conference call with counsel to debtors and the Monitor; further call with the Monitor; emails and telephone call with T. Hogan regarding bids received and terms thereof;	1.50	LMW
Aug-19-22	Conference call in respect of offers received and next steps; emails in respect of hearing dates; emails regarding security position;	1.10	LMW
Aug-22-22	Emails and telephone call with S. Cherniak regarding status of insurance and hydro payments; emails in respect of draft report; emails in respect of cancelation of hearing date;	0.60	LMW
Aug-23-22	Emails in respect of cash flows and outstanding payments; emails regarding court materials; conference call to discuss status and next steps; telephone call with D. Ward; telephone call with S. Cherniak; emails in respect of potential DIP funding request; emails in respect of status of due diligence;	2.10	LMW
Aug-24-22	Emails in respect of court hearing; telephone call with S. Cherniak in respect of status of insurance payment and increased DIP; review proposed revised DIP; emails regarding same; revise draft Report; conference call with T. Hogan and S. Cherniak; revise DIP agreement; emails regarding same; telephone calls in respect of court materials; telephone call with the Monitor to review changes to draft Report; further revise and circulate same; emails regarding M4 transaction;	3.70	LMW
Aug-25-22	Emails in respect of DIP facility; emails in respect of Second Report; finalize same; emails in respect of hearing; emails in respect of insurance payment; review motion materials of the Applicants;	1.80	LMW


emails regarding same; emails in respect of service of Report; emails with B. Blay in respect of Administration Charge;

	Review the Monitor's Second Report;	0.20	AIS
Aug-26-22	Emails in respect of hearing; conference call with B. Blay; attend hearing for stay extension; further telephone call with S. Cherniak regarding same and next steps; emails in respect of payment of insurance premium; emails regarding issued order an endorsement;	1.50	LMW
Aug-30-22	Emails in respect of extension of due diligence period;	0.20	LMW

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leanne M. Williams	24.60	\$850.00	\$20,910.00
Alexander Soutter	0.20	\$575.00	\$115.00
Rudrakshi Chakrabarti (Student)	3.00	\$375.00	\$1,125.00
Total Fees			\$22,150.00
HST (@ 13%) on Fees			<u>\$2,879.50</u>
Total Fees and HST			<u>\$25,029.50</u>
TOTAL NOW DUE			<u>\$25,029.50</u>

THORNTON GROUT FINNIGAN LLP



Per: Leanne Williams

E.& O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

1. Cheque Payable to Thornton Grout Finnigan LLP or

2. EFT or Wire Transfer to:

Account No. 027779-001

Transit No. 10532

Institution No. 016 (HSBC Bank Canada)

Account Name - Thornton Grout Finnigan LLP

Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4

Name of Bank - HSBC Bank Canada

SwiftCode: HKBCCATT

Attention: Credit Services Department

Please send remittance advice to ychiu@tgf.ca

BDO Canada Limited - London
 633 Colborne Street
 Suite 230
 London, ON N6B 2V3

October 14, 2022

Attention: Stephen Cherniak

Invoice No. 38753
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: September 30, 2022

FEES

Sep-03-22	Emails in respect of M4 due diligence;	0.10	LMW
Sep-06-22	Emails in respect of M4 transaction; email regarding cash flow;	0.20	LMW
Sep-07-22	Emails in respect of DIP withdrawals;	0.10	LMW
Sep-12-22	Emails in respect of status of due diligence;	0.10	LMW
Sep-13-22	Email regarding cash flow;	0.10	LMW
Sep-14-22	Emails in respect of stay extension and status of due diligence;	0.20	LMW
Sep-16-22	Emails in respect of timing of hearing;	0.20	LMW
Sep-19-22	Emails and telephone call with S. Cherniak	0.50	LMW
Sep-20-22	Emails in respect of timing of hearing; emails in respect of status of M4 transaction; email to L. Ellis regarding same; email regarding cash flow; emails regarding discussion with County;	0.60	LMW
Sep-21-22	Emails in respect of M4 transaction; telephone call with S. Cherniak;	0.70	LMW
Sep-22-22	Emails in respect of M4 transaction; telephone call with S. Cherniak; conference call in respect of deadline for transaction and next steps; email regarding same;	1.10	LMW
Sep-23-22	Emails in respect of M4 transaction and timing for firm offer; review	0.40	LMW

summary of call with County;

Sep-24-22	Emails in respect of status of M4 transaction;	0.40	LMW
Sep-26-22	Telephone call with S. Cherniak in respect of M4 transaction and next steps; emails in respect of revised offer; review same; telephone call with S. Cherniak in respect of discussion with M&A team; email regarding same; email in respect of RBC security position;	2.70	LMW
Sep-27-22	Telephone call with S. Cherniak regarding M4 transaction; email and telephone call with L. Ellis; telephone call to S. Cherniak regarding same; conference call with the Monitor and the Bank in respect of the M4 terms; telephone call with T. Hogan and L. Ellis; conference call with T. Hogan and the Monitor to review M4 terms; further telephone call with the Monitor; T. Hogan and Miller Thomson regarding revised terms; emails regarding same; telephone call with D. Ward regarding upcoming motion; emails in respect of DIP Lender position; emails with B. Blay; review proposed Notice of Motion and emails regarding same; review and revised amended SPA;	6.80	LMW
Sep-28-22	Emails in respect of M4 transaction terms; telephone call with B. Blay regarding status; emails regarding same; conference call with counsel to the purchaser and the Applicant; telephone call with S. Cherniak; emails in respect of allocation; review revised agreement; emails in respect of draft stay extension materials; emails regarding operations before closing; emails regarding telephone call with T. Hogan; review and revise draft Report; emails regarding same; finalize and issue Report; emails in respect of status of M4 transaction; same;	4.40	LMW
	Instructions from L. Williams and attend to uploading Third Report to CaseLines;	0.20	RGM
Sep-29-22	Telephone call with T. Hogan; conference call to finalize transaction terms; telephone call with the Monitor and RBC; emails in respect of stay extension motion and timing; telephone call with D. Ward regarding same; review revised SPA; emails regarding same; telephone call with S. Cherniak regarding tax issues; telephone call with T. Hogan regarding timing of AVO motion; emails regarding same; prepare for and attend stay extension hearing; emails regarding order and endorsement; emails in respect of execution of agreement; emails in respect of timing of deposit; telephone call with S. Cherniak in respect of sale approval motion;	3.60	LMW
Sep-30-22	Emails with T. Hogan and S. Cherniak regarding M4 transaction and priority payables; emails with B. Blay;	0.40	LMW

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

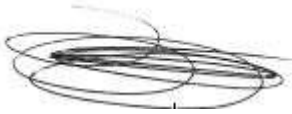
<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leanne M. Williams	22.60	\$850.00	\$19,210.00
Roxana Manea (Law Clerk)	0.20	\$325.00	\$65.00

Total Fees **\$19,275.00**
HST (@ 13%) on Fees **\$2,505.75**

Total Fees and HST **\$21,780.75**

TOTAL NOW DUE **\$21,780.75**

THORNTON GROUT FINNIGAN LLP



Per: Leanne Williams

E.& O.E.
 GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

1. *Cheque Payable to Thornton Grout Finnigan LLP or*
2. *EFT or Wire Transfer to:*

Account No. 027779-001

Transit No. 10532

Institution No. 016 (HSBC Bank Canada)

Account Name - Thornton Grout Finnigan LLP

Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4

Name of Bank - HSBC Bank Canada

SwiftCode: HKBCCATT

Attention: Credit Services Department

Please send remittance advice to ychiu@tgf.ca

BDO Canada Limited - London
 633 Colborne Street
 Suite 230
 London, ON N6B 2V3

November 1, 2022

Attention: Stephen Cherniak

Invoice No. 38840
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
 for the period ending: October 31, 2022**

FEES

Oct-02-22	Review and revise draft court materials; email regarding same;	0.70	LMW
Oct-03-22	Emails in respect of motion materials; review and revise same; review and revise draft Orders; emails regarding same; telephone calls with T. Hogan; emails in respect of new offer;	2.60	LMW
Oct-04-22	Telephone call with D. Ward; telephone call with L. Ellis; emails in respect of transaction terms; emails in respect of terms of draft order; emails regarding payment of taxes on closing; review and revise draft Report;	3.40	LMW
	Emails with L. Williams regarding monitor's report and technical aspects to make signed report accessible for hyperlinking;	0.10	RGM
Oct-05-22	Emails in respect of draft materials; telephone call with BDO in respect of status of outstanding issues and finalization of Report; emails regarding same; emails in respect of Administration Charge; emails to finalize Report; instructions in respect of service and filing of same; review factum of Applicants;	1.80	LMW
	Emails with L. Williams and M. Magni regarding revisions to Fourth Report; revise same and update Table of Contents; prepare blackline to version previously assembled for service; finalize for service and hyperlink; emails with L. Williams regarding confidential appendix to be provided to Justice Osborne;	0.80	RGM
Oct-06-22	Telephone call with S. Cherniak in respect of sale transaction, closing issues and next steps; emails in respect of draft Order; review same;	1.40	LMW

emails in respect of transaction terms;

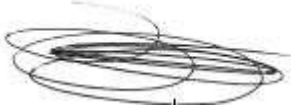
Oct-07-22	Telephone call and emails with T. Hogan; conference call with the Monitor and RBC in respect of M4 transaction terms; prepare for and attend hearing; review endorsement;	1.40	LMW
Oct-11-22	Emails in respect of inquiry from shareholder; emails in respect of waterfall;	0.20	LMW
Oct-13-22	Review draft waterfall and emails regarding same; telephone call with S. Cherniak regarding next steps;	0.70	LMW
Oct-14-22	Conference call to discuss potential request to increase Administration Charge; emails regarding same; review recent case law regarding same;	0.80	LMW
Oct-17-22	Emails in respect of call to discuss next steps; emails with B. Blay in respect of transaction;	0.40	LMW
Oct-18-22	Telephone calls with T. Hogan and S. Cherniak; emails in respect of conference call; attend same; emails in respect of call with B. Blay; telephone call with S. Cherniak; conference call with counsel and the Monitor to discuss next steps; emails with S. Cherniak;	2.40	LMW
Oct-19-22	Emails with S. Cherniak; conference call between the Monitor and the secured creditors;	0.80	LMW
Oct-24-22	Emails in respect of distribution and security review;	0.20	LMW
Oct-25-22	Review of the CCAA Application Record and security documents; discussion with A. Overton regarding security review;	0.30	AIS
	Call with A. Soutter regarding security review;	0.30	AWO
Oct-26-22	Emails in respect of trademarks; review Asset Purchase Agreement regarding same;	0.40	LMW
Oct-27-22	Emails in respect of accounts; briefly review same; telephone call with S. Cherniak regarding next steps;	0.40	LMW
	Draft security review of Eve & Co Incorporated;	0.90	AWO
Oct-28-22	Instructions from A. Overton and attend to corporate, PPSA and PIN searches; attend to PPSA search with respect to predecessor; email to A. Overton regarding searches;	0.80	RGM
Oct-30-22	Draft security review;	1.50	AWO
Oct-31-22	Discuss opinions with A. Soutter;	0.20	LMW
	Review security opinion;	0.30	AIS

Draft security review;

3.40 AWO

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leanne M. Williams	17.80	\$850.00	\$15,130.00
Alexander Soutter	0.60	\$575.00	\$345.00
Alexander Overton	6.10	\$400.00	\$2,440.00
Roxana Manea (Law Clerk)	1.70	\$325.00	\$552.50
Total Fees			\$18,467.50
HST (@ 13%) on Fees			<u>\$2,400.78</u>
Total Fees and HST			<u>\$20,868.28</u>
TOTAL NOW DUE			<u>\$20,868.28</u>

THORNTON GROUT FINNIGAN LLP

Per: Leanne Williams

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

1. *Cheque Payable to Thornton Grout Finnigan LLP or*

2. *EFT or Wire Transfer to:*

Account No. 027779-001

Transit No. 10532

Institution No. 016 (HSBC Bank Canada)

Account Name - Thornton Grout Finnigan LLP

Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4

Name of Bank - HSBC Bank Canada

SwiftCode: HKBCCATT

Attention: Credit Services Department

Please send remittance advice to ychiu@tgf.ca



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

BDO Canada Limited - London
633 Colborne Street
Suite 230
London, ON
N6B 2V3
Canada

November 24, 2022

Attention: Stephen Cherniak

Invoice No. 38917
File No. 1390-013

RE: Eve & Co Incorporated (Ontario) et al. - Restructuring

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: November 23, 2022**

FEES

Nov-01-22	Email from trademark agent;	0.10	LMW
	Call with A. Soutter regarding security review;	0.10	AWO
	Email to R. Manea regarding execution search;	0.10	AWO
	Revisions to security review; draft correspondence;	2.10	AWO
	Request from A. Overton and attend to execution search with respect to Natural Medco; further emails with A. Overton regarding qualification in security opinion with respect to review of real property component and provide language for same;	0.50	RGM
Nov-02-22	Emails in respect of security opinion; emails in respect of closing;	0.20	LMW
	Email to A. English regarding a real estate opinion;	0.20	AIS
	Revisions to security review; draft correspondence;	1.00	AWO
Nov-03-22	Emails in respect of delay of closing requested by purchaser; emails in respect of amounts to be paid for extension;	0.40	LMW
	Revisions to security review; draft correspondence;	0.90	AWO
Nov-04-22	Emails in respect of requested extension;	0.30	LMW

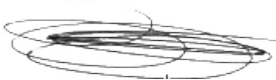
	Emails with A. English; review of the security opinion letter and revision to same;	0.70	AIS
Nov-05-22	Emails in respect of requested extension; review terms of Asset Purchase Agreement regarding funding of working capital;	0.40	LMW
Nov-06-22	Email in respect of status of closing;	0.20	LMW
Nov-07-22	Emails with S. Cherniak; conference call with the Bank and the Monitor; further telephone call with the Company; emails in respect of security review;	1.40	LMW
	Emails with A. English; emails with T. Hogan;	0.20	AIS
Nov-08-22	Emails and telephone call with S. Cherniak in respect of closing and distribution; emails to set up call with company;	0.50	LMW
Nov-09-22	Telephone call with L. Ellis and S. Cherniak in respect of closing issues and distribution; instructions in respect of distribution motion;	0.40	LMW
Nov-10-22	Emails in respect of closing documents; emails in respect of proposed amendments to purchase agreement; telephone call with T. Hogan regarding same; emails in respect of court availability and timing of distribution;	0.80	LMW
	Instructions from L. Williams and email to Commercial List scheduling clerk regarding time availability for distribution and discharge motion;	0.10	RGM
Nov-11-22	Attend conference call in respect of closing; email in respect of closing documents; review proposed amending agreement;	0.60	LMW
Nov-14-22	Attend conference call with the purchaser; emails in respect of distribution hearing date; emails regarding timing of land transfer tax payment;	0.40	LMW
Nov-15-22	Emails regarding security opinion; emails regarding timing of distribution hearing; telephone call with T. Hogan; email to S. Cherniak regarding distribution; emails regarding service list;	0.60	LMW
	Review of the draft real estate opinion; emails with A. English; review of the draft security opinion;	1.30	AIS
	Email from L. Williams regarding court request form; revise same and provide to scheduling clerk; receive confirmation of motion on November 30, 2022;	0.20	RGM
Nov-18-22	Emails in respect of status of sale; review revised agreement; emails regarding same;	0.40	LMW
Nov-21-22	Emails regarding Enbridge contract;	0.20	LMW

Nov-22-22 Emails with B. Blay regarding distribution motion; emails regarding amended Asset Purchase Agreement; emails with L. Ellis regarding timing of service of distribution motion materials; emails in respect of closing adjustments; attend conference call with the company, purchaser and lender; emails regarding Statement of Adjustments; 1.50 LMW

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leanne M. Williams	8.40	\$850.00	\$7,140.00
Alexander Soutter	2.40	\$575.00	\$1,380.00
Alexander Overton	4.20	\$400.00	\$1,680.00
Roxana Manea law clerk	0.80	\$325.00	\$260.00
Total Fees			\$10,460.00
HST (@ 13%) on Fees			<u>\$1,359.80</u>
Total Fees and HST			\$11,819.80
<u>DISBURSEMENTS</u>			
Fee for searches/registrations			\$313.80
Teranet Property Search			\$27.60
Disbursements for searches/registrations*			\$103.16
Teranet Property Search*			\$14.35
Writ Search			\$14.05
Total Taxable Disbursements			\$355.45
HST (@ 13%) on Taxable Disbursements			\$46.21
Total *Non-Taxable Disbursements			<u>\$117.51</u>
Total Disbursements and HST			<u>\$519.17</u>
TOTAL NOW DUE			<u>\$12,338.97</u>

THORNTON GROUT FINNIGAN LLP



Per: Leanne Williams

E. & O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

Payment can be made to us by:

1. Cheque Payable to Thornton Grout Finnigan LLP or

2. EFT or Wire Transfer to:

Account No. 027779-001

Transit No. 10532

Institution No. 016 (HSBC Bank Canada)

Account Name - Thornton Grout Finnigan LLP

Address of Bank - 111 Yonge Street, Toronto, Ontario M5C 1W4

Name of Bank - HSBC Bank Canada

SwiftCode: HKBCCATT

Attention: Credit Services Department

Please send remittance advice to ychiu@tgf.ca

Exhibit "B"

THIS IS EXHIBIT "B" REFERRED TO IN
THE AFFIDAVIT OF LEANNE M. WILLIAMS
SWORN BEFORE ME
THIS 24TH DAY OF NOVEMBER, 2022.

Roxana Gabriela Manea, a Commissioner, etc.,
Province of Ontario, for
Thornton Grout Finnigan LLP,
Barristers and Solicitors.
Expires June 5, 2024.



Summary of total professional fees by invoice for the period: March 8, 2022 to Nov. 23, 2022

Bill of Costs / Invoice #	Period of Service	Total Hours	Fees	Disb.	HST	Total (Fees, Tax, Disb.)	Average Hourly Rate
Inv. #38055	For period ended March 31, 2022	49.2	\$ 38,340.00	\$ -	\$ 4,984.20	\$ 43,324.20	\$ 779.27
Inv. #38118	For period ended March 25, 2023	20.6	\$ 14,502.50	\$ 10.00	\$ 1,886.63	\$ 16,399.13	\$ 704.00
Inv. #38193	For period ended April 30, 2022	27.3	\$ 19,125.00	\$ -	\$ 2,486.25	\$ 21,611.25	\$ 700.55
Inv. #38340	For period ended May 31, 2022	34	\$ 9,730.00	\$ 474.24	\$ 1,326.55	\$ 11,530.79	\$ 286.18
Inv. #38531	For period ended June 30, 2022	10.9	\$ 8,880.00	\$ 319.29	\$ 1,195.91	\$ 10,395.20	\$ 814.68
Inv. #38604	For period ended July 31, 2022	2.5	\$ 2,125.00	\$ -	\$ 276.25	\$ 2,401.25	\$ 850.00
Inv. #3870	For period ended Aug 31, 2022	27.8	\$ 22,150.00	\$ -	\$ 2,879.50	\$ 25,029.50	\$ 796.76
Inv. #38753	For period ended Sept 30, 2022	22.8	\$ 19,275.00	\$ -	\$ 2,505.75	\$ 21,780.75	\$ 845.39
Inv. #38840	For period ended Oct 31, 2022	26.2	\$ 18,467.50	\$ -	\$ 2,400.78	\$ 20,868.28	\$ 704.87
Inv. #38917	For period ended Nov. 23, 2022	15.8	\$ 10,460.00	\$ 472.96	\$ 1,406.01	\$ 12,338.97	\$ 662.03
TOTALS:		237.1	\$ 163,055.00	\$ 1,276.49	\$ 21,347.82	\$ 185,679.31	\$ 743.43

Exhibit "C"

THIS IS EXHIBIT "C" REFERRED TO IN
THE AFFIDAVIT OF LEANNE M. WILLIAMS
SWORN BEFORE ME
THIS 24TH DAY OF NOVEMBER, 2022.

Summary of total professional fees by position - period: March 8, 2022 to Nov. 23, 2022

Roxana Gabriela Manea, a Commissioner, etc.,
Province of Ontario, for
Thornton Grout Finnigan LLP,
Barristers and Solicitors.
Expires June 5, 2024.



Legal Professional	Position	Year of Call	Rate/hour 2022	Hours Billed
Robert I. Thornton	Partner	1984	\$ 1,250.00	1.30
Leanne Williams	Partner	1999	\$ 850.00	159.30
Alexander Soutter	Associate	2017	\$ 575.00	23.10
Alexander Overton	Associate	2022	\$ 400.00	10.30
Shurabi Srikaruna	Student	N/A	\$ 375.00	23.50
Katherine Chan	Student	N/A	\$ 375.00	5.80
Rudrakshi Chakrabarti	Student	N/A	\$ 375.00	3.00
Roxana Manea	Law clerk	N/A	\$ 325.00	10.80
Total:				237.10

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 14428552 CANADA INC., EVE & CO INCORPORATED
AND EVE & CO INTERNATIONAL HOLDINGS LTD.

Court File No. CV-22-00678884-00CL

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

Proceedings commenced at Toronto, Ontario

AFFIDAVIT OF LEANNE M. WILLIAMS
(Sworn November 24, 2022)

Thornton Grout Finnigan LLP
TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Leanne M. Williams (LSO# 41877E)
Email: lwilliams@tgf.ca
Tel: (416) 304-0060

Alexander Soutter (LSO# 72403T)
Email: asoutter@tgf.ca
Tel: (416) 304-0595

Lawyers for the Court-appointed Monitor,
BDO Canada Limited

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF EVE & CO INCORPORATED, NATURAL MEDCO LTD. AND EVE & CO INTERNATIONAL HOLDINGS LTD.

Court File No. CV-22-00678884-00CL

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

Proceedings commenced at Toronto, Ontario

**FIFTH REPORT OF THE MONITOR
NOVEMBER 25, 2022**

Thornton Grout Finnigan LLP

TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Leanne M. Williams (LSO# 41877E)

Email: lwilliams@tgf.ca

Tel: (416) 304-0060

Alexander Soutter (LSO# 72403T)

Email: asoutter@tgf.ca

Tel: (416) 304-0595

Lawyers for the Court-appointed Monitor,
BDO Canada Limited

TAB 3

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE MR.) WEDNESDAY, THE 30TH
)
JUSTICE OSBORNE) DAY OF NOVEMBER, 2022

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
14428552 CANADA INC., EVE & CO INCORPORATED AND EVE & CO
INTERNATIONAL HOLDINGS LTD.

(each an "Applicant" and collectively, the "Applicants")

DISTRIBUTION AND TERMINATION ORDER

THIS MOTION, made by BDO Canada Limited ("**BDO**"), in its capacity as monitor (the "**Monitor**") of 14428552 Canada Inc. ("**ResidualCo**"), Eve & Co Incorporated and Eve & Co International Holdings Ltd. (collectively, the "**Applicants**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") for an order (this "**Order**"), among other things, (i) approving the activities, conduct and report of the Monitor, (ii) increasing the Administration Charge, (iii) approving the Distributions specified herein, (iv) approving the fees and disbursements of the Monitor and the Monitor's legal counsel, as described in the Fifth Report of the Monitor dated November 25, 2022 (the "**Fifth Report**") and the affidavits attached thereto sworn in support thereof, (v) terminating these CCAA proceedings and discharging the Monitor upon the service of the Termination Certificate (as defined below), and (vi) granting certain related relief, was heard this day via videoconference due to the ongoing COVID-19 pandemic.

ON READING the Notice of Motion of the Monitor, the Fifth Report and the affidavits attached thereto sworn in support of the approval of the fees and disbursements of the Monitor and its counsel, and on hearing the submissions of counsel for the Monitor, and such other counsel as were present and wished to be heard, and on reading the affidavit of service, filed:

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the Monitor's Notice of Motion, the Motion Record and the Fifth Report is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that capitalized terms used herein and not otherwise defined have the meanings given to them in the Fifth Report.

APPROVAL OF MONITOR'S REPORTS AND ACTIVITIES

3. **THIS COURT ORDERS** that the Fifth Report is hereby approved, and the activities and conduct of the Monitor is hereby ratified and 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 approvals.

ADMINISTRATION CHARGE

4. **THIS COURT ORDERS** that the Administration Charge be and is hereby increased to \$1,000,000.

DISTRIBUTIONS

5. **THIS COURT ORDERS** that the Monitor is hereby authorized and directed to make distributions (collectively, the "**Distributions**") from the Funds on Hand in payment of the following:
 - (a) Amounts owing to Canada Revenue Agency in satisfaction of unpaid source deductions owing by the Applicants;
 - (b) Amounts owing to the DIP Lender totaling \$2,900,964 (plus a per diem rate of \$871 from November 30, 2022), the payment of which shall constitute the full and final satisfaction of the DIP Loan and the Applicants shall have no further liability in respect of the DIP Loan upon the payment of such distribution;
 - (c) \$75,000 to the Van Engelens; and

- (d) Amounts owing to RBC in partial satisfaction of the RBC Indebtedness which shall be applied as a permanent reduction of the RBC Indebtedness.

6. **THIS COURT ORDERS** that the Monitor is hereby authorized to take all necessary steps and actions to effect the Distributions in accordance with the provisions of this Order, and shall not incur any liability as a result of making the Distributions.

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

- (a) the pendency of these CCAA 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 the Applicants and any bankruptcy or receivership order issued pursuant to any such applications;
- (c) any assignment in bankruptcy made in respect of the Applicants; and
- (d) any provisions of any federal or provincial legislation,

the Distributions shall be made free and clear of all Encumbrances (including the Charges) and shall be binding on any trustee in bankruptcy or receiver that may be appointed in respect of the Applicants 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 BIA or any other applicable federal or provincial legislation, nor shall they constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

8. **THIS COURT ORDERS AND DECLARES** that the Distributions shall not constitute a “distribution” for the purposes of section 107 of the *Corporations Tax Act* (Ontario), section 22 of the *Retail Sales Tax Act* (Ontario), section 117 of the *Taxation Act, 2007* (Ontario), section 159 of the *Tax Act*, section 270 of the *Excise Tax Act* (Canada), section 86 of the *Employment Insurance Act* (Canada), or any other similar applicable federal, provincial or territorial tax legislation (collectively, the “**Tax Statutes**”), and the Monitor, in making the Distributions, is merely a disbursing agent and is not exercising any discretion in making the Distributions, and no Person is “distributing” such funds for the purpose of the Tax Statutes, and the Monitor shall not

incur any liability under the Tax Statutes in respect of the Distributions and the Monitor is hereby forever released, remised and discharged from any claims against it under or pursuant to the Tax Statutes or otherwise at law, arising in respect of or as a result of the Distributions made by it in accordance with this Order and any claims of this nature are hereby forever barred.

APPROVAL OF FEES AND DISBURSEMENTS

9. **THIS COURT ORDERS** that the fees and disbursements of the Monitor for the period from March 14, 2022 to November 23, 2022, all as set out in the affidavit of Stephen Cherniak sworn November 24, 2022, are hereby approved.

10. **THIS COURT ORDERS** that the fees and disbursements of Thornton Grout Finnigan LLP (“TGF”) as legal counsel to the Monitor, for the period from March 8, 2022 to November 23, 2022 as set out in the affidavit of Leanne M. Williams sworn November 24, 2022, are hereby approved.

11. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and TGF, estimated not to exceed \$40,000 in aggregate (excluding HST), for the completion of remaining activities in connection with these CCAA proceedings, are hereby approved.

TERMINATION OF CCAA PROCEEDINGS

12. **THIS COURT ORDERS** that, upon service by the Monitor of an executed certificate in substantially the form attached hereto as Schedule “A” (the “**Termination Certificate**”) on the service list in these CCAA proceedings certifying that, to the knowledge of the Monitor, all matters to be attended to in connection with these CCAA proceedings have been completed, these CCAA proceedings shall be terminated without any further act or formality (the “**CCAA Termination Time**”), save and except as provided in this Order, and provided that nothing herein impacts the validity of any Orders made in these CCAA proceedings or any action or steps taken by any Person pursuant thereto.

13. **THIS COURT ORDERS** that the Monitor is hereby directed to file a copy of the Termination Certificate with the Court as soon as is practicable following the service thereof on the service list in these CCAA proceedings.

14. **THIS COURT ORDERS** that the Charges shall be terminated, released and discharged as of the CCAA Termination Time without any further act or formality.

DISCHARGE OF THE MONITOR

15. **THIS COURT ORDERS** that effective at the CCAA Termination Time, BDO shall be and is hereby discharged from its duties as the Monitor and shall have no further duties, obligations or responsibilities as Monitor from and after the CCAA Termination Time, provided that, notwithstanding its discharge as Monitor, BDO shall have the authority to carry out, complete or address any matters in its role as Monitor that are ancillary or incidental to these CCAA proceedings following the CCAA Termination Time as may be required (“**Monitor Incidental Matters**”).

16. **THIS COURT ORDERS** that, notwithstanding any provision of this Order, the Monitor’s discharge or the termination of these CCAA proceedings, nothing herein shall affect, vary, derogate from, limit or amend, and the Monitor shall continue to have the benefit of, all of the rights, approvals and protections in favour of the Monitor at law or pursuant to the CCAA, the Amended and Restated Initial Order, the Approval and Vesting Order, any other Order of this Court in these CCAA proceedings or otherwise, all of which are expressly continued and confirmed following the CCAA Termination Time, including in connection with any Monitor Incidental Matters and other actions taken by the Monitor following the CCAA Termination Time with respect to the Applicants or these CCAA proceedings.

EXTENSION OF THE STAY PERIOD

17. **THIS COURT ORDERS** that the Stay Period be and is hereby extended to and including the earlier of (i) the CCAA Termination Time, and (ii) such other date as this Court may order.

GENERAL

18. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Applicants, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and to

the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

19. **THIS COURT ORDERS** that each of the Applicants and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

**SCHEDULE “A”
TERMINATION CERTIFICATE**

Court File No. CV-22-00678884-00CL

**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
14428552 CANADA INC., EVE & CO INCORPORATED AND
EVE & CO INTERNATIONAL HOLDINGS LTD.**

(each an “Applicant” and collectively, the “Applicants”)

TERMINATION CERTIFICATE

RECITALS

1. BDO Canada Limited (“**BDO**”) was appointed as the Monitor of the Applicants in the within proceedings commenced under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) pursuant to an Initial Order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated March 25, 2022 (as amended, the “**Initial Order**”).
2. Pursuant to an Order of this Court dated November 30, 2022 (the “**Distribution and Termination Order**”), among other things, BDO shall be discharged as the Monitor and the Applicants’ CCAA proceedings shall be terminated upon the service of this Termination Certificate on the service list in these CCAA proceedings, all in accordance with the terms of the CCAA Distribution and Termination Order.
3. Unless otherwise indicated herein, capitalized terms used in this Termination Certificate shall have the meaning given to them in the Fifth Report of the Monitor dated November 2, 2022.

THE MONITOR CERTIFIES that, to the knowledge of the Monitor, all matters to be attended to in connection with the CCAA proceedings have been completed.

ACCORDINGLY, the CCAA Termination Time as defined in the Distribution and Termination Order has occurred.

DATED at London, Ontario this _____ day of _____, 2022.

BDO CANADA LIMITED in its capacity as Court-appointed Monitor of the Applicants and not in its personal or corporate capacity

Per: _____
Name:
Title:

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 14428552 CANADA INC., EVE & CO INCORPORATED
AND EVE & CO INTERNATIONAL HOLDINGS LTD.

Court File No. CV-22-00678884-00CL

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

Proceedings commenced at Toronto, Ontario

DISTRIBUTION AND TERMINATION ORDER

Thornton Grout Finnigan LLP

TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Leanne M. Williams (LSO# 41877E)

Email: lwilliams@tgf.ca
Tel: (416) 304-0060

Alexander Soutter (LSO# 72403T)

Email: asoutter@tgf.ca
Tel: (416) 304-0595

Lawyers for the Court-appointed Monitor,
BDO Canada Limited

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 14428552 CANADA INC., EVE & CO INCORPORATED
AND EVE & CO INTERNATIONAL HOLDINGS LTD.

Court File No. CV-22-00678884-00CL

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

Proceedings commenced at Toronto, Ontario

**MOTION RECORD
(Returnable November 30, 2022 at 9:30 a.m.)**

THORNTON GROUT FINNIGAN LLP
TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Leanne M. Williams (LSO# 41877E)
Email: lwilliams@tgf.ca
Tel: (416) 304-0060

Alexander Soutter (LSO# 72403T)
Email: asoutter@tgf.ca
Tel: (416) 304-0595

Lawyers for the Court-appointed Monitor,
BDO Canada Limited