

NO. S197744  
VANCOUVER REGISTRY

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,  
R.S.C. 1985, C.C-36**

BETWEEN:

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

PETITIONERS

AND:

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

RESPONDENTS

**ORDER MADE AFTER APPLICATION**

) THE HONOURABLE )  
BEFORE ) ) 01/OCT/2019  
) MADAM JUSTICE FITZPATRICK )

ON THE APPLICATION of Alvarez & Marsal Canada Inc., as Court appointed Monitor of  
the Respondents (the "**Monitor**") coming on for hearing at Vancouver, British Columbia

on the 1<sup>st</sup> day of October, 2019, and on hearing John Sandrelli and Jordan Schultz, counsel for the Monitor, and those other counsel set forth on Schedule "A" hereto;

THIS COURT ORDERS AND DECLARES that:

1. Unless otherwise stated herein, capitalized terms in this Order shall have the meanings ascribed to them in the Notice of Application of the Monitor filed September 26, 2019.
2. The time for service of the Notice of Application be and is hereby abridged such that the Notice of Application is properly returnable on the date set forth above and service hereof upon any interested party other than those on the service list maintained by the Monitor in this proceeding is hereby dispensed with.
3. This Order shall govern the JV Investor Debt Claims and the Miniso China Claim.
4. Notwithstanding any term of the Claims Process Order, the following applications:
  - (a) any application by the JV Investors seeking to appeal a Notice of Revision or Disallowance solely in respect of their claims against any one of more of the MC Subsidiaries;
  - (b) the application of the Petitioners to seek declarations as to the Miniso China Claim and the validity, enforceability and priority of any security interests asserted in respect thereof

(collectively, the "**Applications**"),

shall be filed and heard in accordance with the schedule set out in this Order.

5. Any Notice of Application in respect of the Applications, and all affidavits in support thereof, be filed and served on the Service List on or before October 11, 2019.
6. The JV Investors, or any of them, are hereby granted leave to jointly file a single Notice of Application in respect of any one or more appeals contemplated by paragraph 4(a) hereof.
7. Any person having notice of these proceedings shall have standing to file an Application Response in respect of the Applications, and any such Application Response, and all affidavits in support thereof (collectively, the "**Responses**"), be filed and served on the Service List on or before October 18, 2019.

8. Any reply affidavits to the Responses shall be filed on or before October 22, 2019.

9. Any one or more of the Monitor, any person who files an Application, and any person who files a Response to an Application, are hereby granted leave to file an agreed statement of facts in respect of an Application, if such statement of facts is agreed to by the Monitor, the party who filed the Application, and all parties who filed a Response to such Application.

10. The Applications shall be scheduled for hearing for <sup>three</sup>~~two~~ days during the weeks commencing October 28 and November 4, 2019.

11. Only the Monitor, the parties who filed the Applications, and the parties who filed the Responses shall have standing to make submissions at the hearing of the Applications.

12. The Monitor may apply to this Court to vary, amend, restate or supplement this Order or to seek this Court's direction in carrying out the terms of the Adjudication Process.

13. Notwithstanding any term of the Claims Process Order, and in particular paragraph 23(b) thereof, the JV Investors may file a Notice of Application seeking to appeal a Notice of Revision or Disallowance delivered in respect of any claim made against MC Investments on or before the day that is thirty (30) days after the date upon which a Plan approved by the creditors of MC Investments is sanctioned by this Court in these CCAA Proceedings.

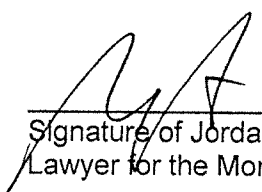
14. Endorsement of this Order by counsel appearing on this application, other than counsel for the Monitor, is hereby dispensed with.

BY THE COURT

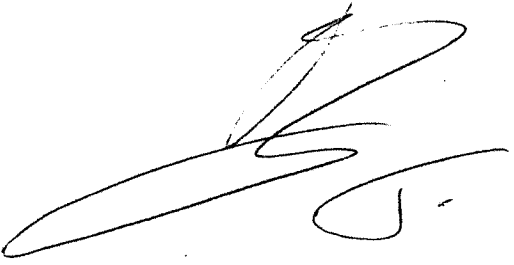
  
\_\_\_\_\_  
REGISTRAR



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

  
\_\_\_\_\_  
Signature of Jordan Schultz  
Lawyer for the Monitor

By the Court.

  
\_\_\_\_\_  
Registrar

SCHEDULE "A"

Name of Party(ies)	Counsel
Schultz, J	Alvarez + Marsal Canada Inc.
Jackson, K	Peltonen
Tickle, V	Respondents
Clark, R., Q.C.	Remaining JV Investors

Monitor

No. S197744  
Vancouver Registry

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

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

**BETWEEN:**

**MINISO INTERNATIONAL HONG KONG LIMITED ET. AL**

**PETITIONERS**

**AND:**

**MIGU INVESTMENTS INC., ET. AL.**

**RESPONDENTS**

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**ORDER MADE AFTER APPLICATION  
(CLAIMS ADJUDICATION PROCEDURE ORDER)**

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**DENTONS CANADA LLP  
BARRISTERS & SOLICITORS  
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Phone No.: (604) 687-4460  
Attention: Jordan Schultz**