



This is the 1st affidavit  
of Jason Braam in this case  
and was made on August 26, 2024

No. S-244212  
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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,  
S.B.C. 2002, c.57, AS AMENDED

AND

IN THE MATTER OF GOOD NATURED PRODUCTS INC., & THOSE ENTITIES LISTED  
IN SCHEDULE "A"

PETITIONERS

**AFFIDAVIT**

I, Jason Braam, businessperson, of 5 Abacus Rd, Brampton, Ontario, AFFIRM THAT:

1. I am the Vice President, Operations, People, Performance & Process of good natured Products Inc. ("**GDNP PubCo**"), one of the petitioners in these proceedings. I have held this position since July 2022. In my role as Vice President, Operations, People, Performance & Process of GDNP PubCo, I am responsible for overseeing operations and human resources of GDNP PubCo and the petitioners listed in Schedule "A" (collectively, the "**Petitioners**" or the "**Company**"). As such, I have personal knowledge of the matters deposed to herein. Where I have relied on other sources of information, I have so stated and I believe them to be true.
2. Capitalized terms used but not otherwise defined in this affidavit shall have the meanings given to them in the First Affidavit of Paul Antoniadis made on June 27, 2024, the Order of this Honourable Court granted June 28, 2024 (the "**Initial Order**"), the Order of this Honourable Court granted July 8, 2024 (the "**ARIO**"), the Order of this Honourable Court granted July 11, 2024 approving DIP financing (the "**DIP Approval Order**"), and the

8. The KERP is designed to encourage these key employees to continue their employment through to the earlier of the completion of such Transaction, these CCAA proceedings, or each employees respective term of employment with the Company.
9. Absent the KERP, key employees may seek alternative employment and the Petitioners believe it would be detrimental to the GDNP Business and the overall restructuring process if these employees were to leave. The Petitioners do not have a succession or contingency plan in place for these employees.
10. The Petitioners have already lost two key employees during these CCAA proceedings and the remaining employees have had to take on these departed employee's roles and responsibilities.
11. The KERP is also designed to recognize the significant importance of the key employees to the pursuit and implementation of a Transaction, and the significant amount of additional work and effort required to advance and assist with the Petitioners' efforts in these CCAA proceedings.
12. The maximum aggregate retention payments payable pursuant to the KERP total \$116,000.
13. It is contemplated that amounts owing under the KERP would be secured by the KERP Charge in the maximum amounts of \$116,000.
14. The Proposed KERP Approval Order provides for the KERP Charge as an addition to the pre-existing Charges over the Property. The proposed priority of the Charges is:
  - (a) First – Administration Charge (to the maximum amount of \$250,000); and the Cap West Work Fee Charge (to the maximum amount of \$75,000);
  - (b) Second – DIP Lender's Charge (provided that the DIP Lender's Charge shall only secure the aggregate of the borrowings and obligations under the Credit Agreement, made on or after the date of this Order to the maximum amount of \$15,100,000, plus interest, fees and expenses in accordance with the Definitive Documents);
  - (c) Third – Directors' Charge (to the maximum amount of \$400,000); and

17. Therefore, I am of the view that it is necessary that the Petitioners seek approval of the KERP in these circumstances.

AFFIRMED remotely by Jason Braam )  
stated as being located in Ayr, Ontario, )  
before me as being located in Toronto, )  
Ontario, on August 26, 2024 in accordance )  
with O. Reg 431/20, Administering Oath )  
or Declaration Remotely. )



NEIL MAATTA  
A Commissioner for Taking Affidavits for  
the Province of Ontario



JASON BRAAM

Signer ID: OVQIZ501E8...