

**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 3329003 CANADA INC., MEGABUS CANADA INC.,
3376249 CANADA INC., 4216849 CANADA INC., TRENTWAY-WAGAR
(PROPERTIES) INC., TRENTWAY-WAGAR INC. AND DOUGLAS BRAUND
INVESTMENTS LIMITED**

**APPLICATION OF COACH USA, INC UNDER SECTION 46 OF THE
COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS
AMENDED**

INFORMATION OFFICER'S CERTIFICATE

RECITALS

- A. Pursuant to the Supplemental Order (Foreign Main Proceeding) of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated June 14, 2024, Alvarez & Marsal Canada Inc. was appointed as the Information Officer in these proceedings (the "**Information Officer**").
- B. Pursuant to an Order of the Court dated August 23, 2024 (the "**Recognition, Approval and Vesting Order**"), the Court, among other things, (i) recognized the *Order (A) Approving the Sale of Certain of the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto, and (C) Granting Related Relief* of the United States Bankruptcy Court for the District of Delaware in the cases commenced by the Chapter 11 Debtors pursuant to Chapter 11 of the United States Bankruptcy Code, and (ii) provided for the vesting in and to Newcan Coach Company ULC ("**Newco Canada**") of the

Sellers', including 3329003 Canada, Inc., Megabus Canada Inc., 3376249 Canada, Inc., 4216849 Canada, Inc., Trentway-Wagar (Properties) Inc., Trentway-Wagar Inc., and Douglas Braund Investments Limited, right, title and interest in and to the Canadian Acquired Assets, which vesting is to be effective with respect to such Canadian Acquired Assets and Canadian Assumed Liabilities upon the delivery by the Information Officer to Newco Canada of a certificate substantially in the form appended to the Recognition, Approval and Vesting Order.

- C. Capitalized terms used herein that are not otherwise defined shall have the meanings ascribed to them in the Recognition, Approval and Vesting Order.

THE INFORMATION OFFICER CERTIFIES the following:

1. The Foreign Representative, on behalf of the Sellers, has delivered written notice to the Information Officer and Newco Canada confirming, that each of the conditions precedent in favour of the Sellers contained in the Sale Agreement have been satisfied or waived;
2. Newco Canada has delivered written notice to the Information Officer and the Sellers confirming that each of the conditions precedent in favour of it contained in the Sale Agreement have been satisfied or waived; and
3. Subject only to the delivery of this certificate, the Transaction contemplated by the Sale Agreement has been completed to the satisfaction of Sellers and Newco Canada.

This Certificate was served by the Information Officer on the service list at 8:35 p.m. on
October 31, 2024 in accordance with the Order.

**ALVAREZ & MARSAL CANADA INC., in its
capacity as Information Officer of the Canadian
Debtors and not in its personal or corporate
capacity**

Per:

A handwritten signature in blue ink, appearing to read "A. Hutchens", written over a horizontal line.

Name: Alan J. Hutchens

Title: Senior Vice-President