



Affidavit of Michèle #1
sworn April 26, 2023

No. **S 233209**
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

AND

IN THE MATTER OF SLP HOLDINGS LTD, STRUCTURLAM MASS
TIMBER CORPORATION, STRUCTURLAM MASS TIMBER U.S., INC.,
NATURAL OUTCOMES, LLC

APPLICATION OF SLP HOLDINGS LTD. UNDER SECTION 46 OF THE *COMPANIES'*
CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

PETITIONER

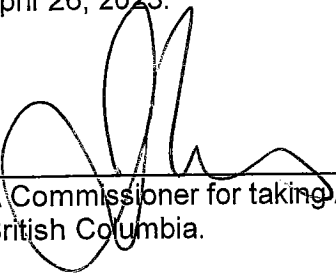
AFFIDAVIT

I, MICHÈLE HAY, Legal Administrative Assistant, of Suite 2300 – 550 Burrard Street, Vancouver, British Columbia, V6C 2B5, SWEAR THAT:

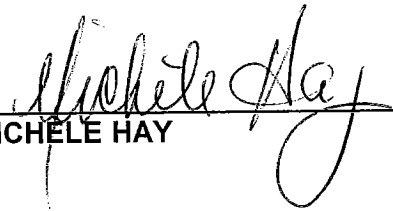
1. I am employed by Gowling WLG (Canada) LLP, counsel for SLP Holdings Ltd., Structurlam Mass Timber Corporation, Structurlam Mass Timber U.S., Inc., Natural Outcomes, LLC (the "**Debtors**") in this proceedings, and as such have personal knowledge of the facts and matters hereinafter deposed to, save and except where the same are stated to be based upon information and belief, and where so stated I verily believe the same to be true.
2. I have reviewed Schedule B to Schedule L attached to the supplemental recognition order (the "**Schedules**") and to the best of my knowledge the documents attached as Schedules are orders made by the United States Bankruptcy Court for the District of Delaware (the "**Bankruptcy Court**") for relief under chapter 11 of title 11 of the United States Code.
3. Attached to my affidavit and marked as **Exhibits "A" to "D"** are certified copies of the petitions of the Debtors filed in the Bankruptcy Court for relief under chapter 11 of title 11 of the United States Code.

4. Attached hereto and marked as **Exhibit "E"** is a copy of the certified copy of the order entered by the Bankruptcy Court dated April 26, 2023 authorizing SLP Holdings Ltd., to act as foreign representative.

SWORN BEFORE ME at Vancouver BC, on
April 26, 2023.



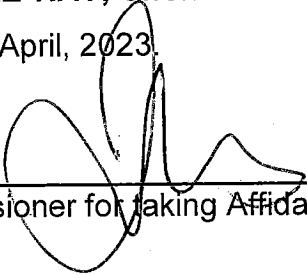
A Commissioner for taking Affidavits within
British Columbia.



MICHÈLE HAY

JONATHAN B. ROSS
GOWLING WLG (CANADA) LLP
BARRISTER & SOLICITOR
550 BURNARD STREET - SUITE 2300
BENTALL 5 - VANCOUVER, B.C. V6C 2B5
TELEPHONE: (604) 891-2778

This is Exhibit "A" referred to in the Affidavit of **MICHÈLE HAY**, sworn before me at Vancouver, BC, this 26th day of April, 2023.



A Commissioner for Taking Affidavits in British Columbia

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware
(State)

Case number (if known): Chapter 11

CERTIFIED:
AS A TRUE COPY:
ATTEST:UNA M. O'BOYLE
U. S. BANKRUPTCY COURT
amended filingBy Dunja Pace
Deputy Clerk
4-25-2023

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's Name	<u>SLP Holdings Ltd.</u>		
2. All other names debtor used in the last 8 years	<u>N/A</u>		
Include any assumed names, trade names, and <i>doing business as</i> names			
3. Debtor's federal Employer Identification Number (EIN)	<u>781692512 (Canada)</u>		
4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business	
	<u>2176 Government St</u>		
	Number Street	Number Street	
	<u>Penticton, British Columbia V2A 8B5</u>		
	City State Zip Code	City State Zip Code	
	<u>Canada</u>	Location of principal assets, if different from principal place of business	
	County	Number Street	
		City State Zip Code	
5. Debtor's website (URL)	<u>https://www.structurdam.com</u>		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____		

Debtor SLP Holdings Ltd.
Name

Case number (if known) _____

7. Describe debtor's business**A. Check One:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

- C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**
- 3212

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check One:**

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No
- ☐ Yes.

District _____	When <u>MM/DD/YYYY</u>	Case number _____
District _____	When <u>MM/DD/YYYY</u>	Case number _____

If more than 2 cases, attach a separate list.

Debtor SLP Holdings Ltd.

Case number (if known) _____

Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
☒ Yes.

See Schedule 1Relationship Affiliate

Debtor

District Delaware

When

04 / 21 / 2023

MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- ☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)**

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Number Street

City

State

Zip Code

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors¹

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 | | |

¹ Estimated number of creditors noted here is provided on a consolidated basis.

Debtor SLP Holdings Ltd.
Name

Case number (if known) _____

15. Estimated assets²	<input type="checkbox"/>	\$0-\$50,000	<input type="checkbox"/>	\$1,000,001-\$10 million	<input type="checkbox"/>	\$500,000,001-\$1 billion
	<input type="checkbox"/>	\$50,001-\$100,000	<input type="checkbox"/>	\$10,000,001-\$50 million	<input type="checkbox"/>	\$1,000,000,001-\$10 billion
	<input type="checkbox"/>	\$100,001-\$500,000	<input type="checkbox"/>	\$50,000,001-\$100 million	<input type="checkbox"/>	\$10,000,000,001-\$50 billion
	<input type="checkbox"/>	\$500,001-\$1 million	<input checked="" type="checkbox"/>	\$100,000,001-\$500 million	<input type="checkbox"/>	More than \$50 billion

16. Estimated liabilities³	<input type="checkbox"/>	\$0-\$50,000	<input type="checkbox"/>	\$1,000,001-\$10 million	<input type="checkbox"/>	\$500,000,001-\$1 billion
	<input type="checkbox"/>	\$50,001-\$100,000	<input type="checkbox"/>	\$10,000,001-\$50 million	<input type="checkbox"/>	\$1,000,000,001-\$10 billion
	<input type="checkbox"/>	\$100,001-\$500,000	<input type="checkbox"/>	\$50,000,001-\$100 million	<input type="checkbox"/>	\$10,000,000,001-\$50 billion
	<input type="checkbox"/>	\$500,001-\$1 million	<input checked="" type="checkbox"/>	\$100,000,001-\$500 million	<input type="checkbox"/>	More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 04 / 21 / 2023
MM/DD/YYYY

x /s/ Shawn Turkington Shawn Turkington
Signature of authorized representative of debtor Printed name

Title Authorized Signatory

18. Signature of attorney **x** /s/ M. Blake Cleary Date 04 / 21 / 2023
Signature of attorney for debtor MM/DD/YYYY

M. Blake Cleary
Printed name

Potter Anderson & Corroon LLP
Firm name

1313 North Market Street, 6th Floor
Number Street

Wilmington Delaware 19801
City State ZIP Code

(302) 984-6000 bcleary@potteranderson.com
Contact phone Email address

No. 3614 Delaware
Bar number State

² Estimated number of assets and liabilities noted here are provided on a consolidated basis.

³ Estimated number of assets and liabilities noted here are provided on a consolidated basis.

Fill in this information to identify the case:	
United States Bankruptcy Court for the:	
District of Delaware	
(State)	
Case number (if known):	Chapter <u>11</u>

Schedule 1**Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code. The Debtors plan to file a motion with the Court requesting joint administration of these cases for procedural purposes only under the case number assigned to the chapter 11 case of **Structurlam Mass Timber U.S., Inc.**

Debtor	Employer/Business Identification Number	Jurisdiction
Structurlam Mass Timber U.S., Inc.	84-2896287	United States
Natural Outcomes, LLC	N/A	United States
Structurlam Mass Timber Corporation	98-1445050	Canada
SLP Holdings Ltd.	781693114 (Canada)	Canada

**SLP HOLDINGS LTD. ("SLP")
STRUCTURLAM MASS TIMBER CORPORATION ("SMTC")
STRUCTURLAM MASS TIMBER U.S., INC. ("SMTC-US")**

RE: Certified Minutes of the Meeting of the Boards of Directors of each of SLP, SMTC and SMTC-US (the "Boards") Held on April 16, 2023

The undersigned, Shawn Turkington, signing in my capacity as the Chief Financial Officer of each of SLP, SMTC and SMTC-US (each a "**Company**" and collectively, the "**Companies**") and not in my personal capacity, hereby certify for and on behalf of the Companies as follows:

1. I am duly authorized to deliver this Certificate;
2. Attached hereto as Schedule "A" is a certified true copy of the resolutions of the Boards of the Companies passed by the Boards at the meeting of the Boards held on April 16, 2023, which resolutions have been passed in accordance with applicable law and remain in full force and effective unamended as of the date hereof.

DATED at Vancouver, British Columbia the 18th day of April, 2023.

DocuSigned by:

Shawn Turkington

00FE70DD0801440...

Shawn Turkington, Chief Financial Officer
SLP Holdings Ltd.,
Structurlam Mass Timber Corporation and
Structurlam Mass Timber U.S., Inc.

SCHEDULE "A"

Resolutions of the Boards passed
at the Meeting of the Boards Held on April 16, 2023

"RESTRUCTURING TRANSACTION"

WHEREAS:

A. The Chairman advised the meeting as follows:

- (a) The respective Boards of each Company, together with management of the Companies, has reviewed and considered information presented by the financial and legal advisors of the Companies regarding the liabilities and liquidity situation of each of Company, the strategic alternatives available to such entities, and the effect of the foregoing on the Companies' business;
- (b) The Boards of each Company has had the opportunity to consult with management and the financial and legal advisors of the Companies and to fully consider each of the strategic alternatives available to the Companies;
- (c) The realizable value of the Companies' assets is not sufficient to satisfy all of their obligations and they will imminently be unable to meet their obligations as they come due, and they are, therefore, insolvent;
- (d) The Boards of each Company, having given due consideration to the matter is of the view that it is in the best interests of the Companies' various stakeholders that a formal insolvency proceeding be commenced to effect a financial restructuring which will involve a filing under the United States Code and a sale of the assets of the Companies (the "**Restructuring**");
- (e) In connection with the Restructuring, SMTC and SMTC-US as borrowers, and the Bank of Montreal as lender, wish to enter into an interim credit facility (the "**Debtor-in-Possession Loan Agreement**") in order to fund, among other things, the Restructuring; and
- (f) Under sections 147 and 149 of the Business Corporations Act (British Columbia), Hanz Gin has a disclosable interest in the Debtor-in-Possession Loan Agreement by virtue of being a Managing Director of Bank of Montreal and such he must abstain from voting on the approval of the Debtor-in-Possession Loan Agreement.

After discussion and having given due consideration to the matters, having reviewed all relevant documentation in connection with the business, assets, financial affairs and status of each of the Companies, and having consulted with the Companies' and the Board's advisors, upon motion duly made, seconded and carried unanimously, **IT WAS RESOLVED, WITH HANZ GIN ABSTAINING AS TO HIS INTEREST IN THE DEBTOR -IN-POSSESSION AGREEMENT, BY THE BOARD OF SLP, SMTC and SMTC-US THAT:**

CHAPTER 11 FILING

1. It is in the best interest of each of the Companies' and SMTC-US's wholly-owned subsidiary, Natural Outcomes (collectively, the "**Debtors**"), and their respective

stakeholders that the Debtors shall, and are hereby authorized to each file, or cause to be filed, a voluntary petition for relief under the provision of Chapter 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware (the "**Chapter 11 Proceedings**") and any other petition for relief or recognition or other order that may be desirable under applicable law in the United States.

2. The engagement of Alvarez & Marsal Canada Inc. as financial advisor to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
3. The engagement of Paul Hastings LLP as general bankruptcy counsel to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
4. The engagement of Potter Anderson & Corroon LLP as local bankruptcy counsel to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
5. The engagement of Stifel, Nicolaus & Company, Incorporated and Miller Buckfire & Co., LLC as investment banker to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
6. The engagement of Kurtzman Carson Consultants LLC as notice and claims agent and administrative advisors to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.

FOREIGN REPRESENTATIVE

7. It is in the best interest of each of the Debtors and their respective stakeholders that SLP shall, and is hereby authorized, ratified and approved, to act as Court-Appointed Foreign Representative, as such term is defined in Section 45(1) of the Companies' Creditors Arrangement Act (Canada) ("**CCAA**"), in relation to proposed Canadian proceedings under Part IV of the CCAA (the "**Canadian Proceedings**") and the Chapter 11 Proceedings for each of the Debtors.

CCAA RECOGNITION APPLICATION

8. It is in the best interest of each of the Companies and their respective stakeholders that SLP and SMTC shall, and are hereby authorized to file, or cause to be filed, an application for foreign recognition in the Canadian Proceedings of the Chapter 11 Proceedings and to seek such other insolvency or bankruptcy relief in Canada in respect of the Companies.
9. The engagement of Alvarez & Marsal Canada Inc. as court appointed Information Officer of SLP and SMTC in connection with the proposed Canadian Proceedings is hereby authorized, ratified, and approved.
10. The engagement of Gowling WLG (Canada) LLP as legal advisor of the Companies in connection with the proposed Canadian Proceedings is hereby authorized, ratified, and approved.

DEBTOR-IN-POSSESSION FINANCING

11. *The respective Boards of each of SMTC and SMTC-US determines that the Debtor-in-Possession Loan Agreement is in the best interest of SMTC and SMTC-US.*
12. *The terms and conditions of the Debtor-in-Possession Loan Agreement, in substantially the form as presented to the Board and the transactions contemplated thereby, are hereby approved, and any one director or officer of SMTC and SMTC-US, as applicable, is hereby authorized and directed in the name of and on behalf of SMTC and SMTC-US, as applicable, to execute and deliver the Debtor-in-Possession Loan Agreement with any additions, deletions or modifications as such director or officer in their sole discretion shall deem appropriate or advisable, execution as aforesaid to be conclusive evidence of this and their acceptance.*

FURTHER ACTIONS

Any one director or officer of each Company, be authorized to execute and deliver, whether under corporate seal or otherwise, all such other documents and instruments, and to do all such acts and things, as may be necessary or deemed desirable in their absolute discretion to give effect to the transactions contemplated in these minutes of meeting, and take or cause to be taken such other actions as they may, in their sole discretion, determine to be necessary or desirable to implement the resolutions and the matters authorized hereby, such determination to be conclusively evidenced by the execution and delivery of such instruments or documents and the taking or causing to be taken of any such actions."

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
STRUCTURLAM MASS TIMBER U.S., INC., <i>et al.</i> , ¹	)	Case No. 23-[____ (____)]
)	
Debtors.	)	(Joint Administration Requested)
)	

**COMBINED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY SECURITY HOLDERS PURSUANT TO
FED. R. BANKR. P. 1007(a)(1), 1007(a)(3), AND 7007.1**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, Structurlam Mass Timber U.S., Inc. and certain of its affiliates, who are or may be debtors and debtors in possession in the above-captioned cases (each a “Debtor” and collectively, the “Debtors”), hereby state as follows:

1. Debtor Structurlam Mass Timber U.S., Inc. is 100% owned by Debtor SLP Holdings Ltd. No non-Debtor publicly traded corporation owns more than 10% of Structurlam Mass Timber U.S., Inc.

2. Debtor Natural Outcomes, LLC is 100% owned by Debtor Structurlam Mass Timber U.S., Inc. No non-Debtor publicly traded corporation owns more than 10% of Natural Outcomes, LLC.

3. Debtor Structurlam Mass Timber Corporation is 100% owned by Debtor SLP Holdings Ltd. No non-Debtor publicly traded corporation owns more than 10% of Structurlam

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number or Canadian business number, as applicable, include: Structurlam Mass Timber U.S., Inc. (6287); Natural Outcomes, LLC (n/a); Structurlam Mass Timber Corporation (5050); and SLP Holdings Ltd. (3114). The location of the Debtors’ headquarters is: 2176 Government Street, Penticton, British Columbia, Canada V2A 8B5. The address of the registered agent for Structurlam Mass Timber U.S., Inc. is: 8 The Green, Suite A, Dover, Delaware 19901.

Mass Timber Corporation.

4. A list of Debtor SLP Holdings Ltd.'s equity interest holders owning more than 5%, their addresses, and the nature of their equity interests is attached hereto as **Exhibit 1**. The following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of SLP Holdings Ltd.'s equity interests:

Shareholder	Approximate Percentage of Shares Held of:
	Class A Preferred
Bentonville KF SLP Holdings LP	33.2%
KF Arc Holding LP c/o Kingfish Group, Inc	63.0%
	Class B Preferred
Bentonville KF SLP Holdings LP	34.6%
KF Arc Holding LP c/o Kingfish Group, Inc	65.5%
	Class C Preferred
KF Arc Holding LP c/o Kingfish Group, Inc	29.3%
Skydeck Holdings II LLC	21.0%
Wal-Mart International Holdings, Inc.	34.5%
	Common Stock
Hardy Wentzel	41.4%
Marlene Higgins	11.9%
Michael Darby	11.9%

EXHIBIT 1**LIST OF EQUITY SECURITY HOLDERS¹**

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held²
2022 Skydeck Holdings II LLC	Class C Preferred Series 1	1 S. Wacker Dr., Suite 1810, Chicago, IL 60606	0.9%
Andre Morf	Class A Preferred Series 5	12203 Saunders Crescent, Summerland, BC V0H 1Z0	0.1%
Andrew Kilduff	Common shares	1180 Wintergreen Cres., Kelowna, BC V1W 3V8	0.0%
Bank of Montreal D.B.A. BMO Capital Partners	Class C Preferred Series 2	525 8th Avenue SW 12th Floor, Calgary, AB T2P 1G1	1.7%
Bellevue Projects Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	2900 - 550 Burrard Street, Vancouver, BC V6C 0A3	1.1%
Bentonville KF SLP Holdings LP	Class A Preferred Series 5 Class B Preferred Series 1	<u>702 SW</u> 8th Street, MS #0215, Bentonville, AK 72716	27.1%
Blaine Peterson	Class A Preferred Series 5	4635 Sage Mesa Drive, Penticton, BC V2A 9A3	0.1%
Drifter Enterprises Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Emerson Khosa	Common shares	8845 176 Street, Surrey, BC V4N 6H9	0.0%
Hardy Wentzel	Class A Preferred Series 5 Common shares	16 - 4401 Westside Road N., Kelowna, BC V1Z 3P8	0.9%
John Kostaras	Common shares	4414 E. Campo Bello Drive, Phoenix, AZ 85032	0.0%
KF Arc Holding GP, LLC c/o Kingfish Group, Inc.	Class A Preferred Series 1 Class A Preferred Series 2 Class A Preferred Series 3 Class A Preferred Series 4	601 California Street, Suite 1250, San Francisco, CA 94108	0.0%

¹ This list serves as the disclosure required to be made by the debtor pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed are as of the date of commencement of these chapter 11 cases.

² These percentages are based of the total values from all classes of both preferred and common shares.

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
	Class A Preferred Series 5 Class A Preferred Series 6 Class B Preferred Series 1 Class C Preferred Series 1 Class C Preferred Series 2 Class C Preferred Series 3		
KF Arc Holding LP c/o Kingfish Group, Inc	Class A Preferred Series 1 Class A Preferred Series 2 Class A Preferred Series 3 Class A Preferred Series 4 Class A Preferred Series 5 Class B Preferred Series 1 Class C Preferred Series 1 Class C Preferred Series 2 Class C Preferred Series 3	601 California Street, Suite 1250, San Francisco, CA 94108	56.4%
Mackenzie Projects Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Marlene Higgins	Class A Preferred Series 6 Common shares	15 - 83 Peregrine Way, Vernon, BC V1H 1E9	0.2%
Michael Darby	Class A Preferred Series 5 Common shares	111 - 166 Power Street, Penticton, BC V2A 5W9	0.2%
Nampa Enterprises Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Nicholas Sills	Common shares	400 Van Horne Str, Penticton, BC V2A 4K6	0.0%

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
Richard Guinn	Common shares	718 Meadowlark Way, North Wales, PA 19454	0.1%
Sanca Creek Holdings Limited	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.2%
Sascha Jan Engel	Common shares	1086 Forestbrook Dr., Penticton, BC V2A 2G3	0.0%
Skydeck Holdings II LLC	Class C Preferred Series 2	1 S. Wacker Dr., Suite 1810, Chicago, IL 60606	3.6%
Stephen Tolnai	Common shares	2105 Thornber Street, Summerland, BC V0H 1Z9	0.1%
Terry Freeman	Common shares	13704 101A Avenue, Edmonton, AB T5N 0L1	0.0%
Thomas Quigley, Trustee of the Thomas G. Quigley Revocable Trust dated March 26, 1999	Common shares	123 South College Ave, Bloomington, IN 47404	0.1%
Tyler Harris	Common shares	8 - 3322 South Main St., Penticton, BC V2A 5J6	0.0%
Wal-Mart International Holdings, Inc.	Class C Preferred Series 1 Class C Preferred Series 2	<u>702 SW 8th Street</u> , Bentonville, AR 72758	5.9%

Fill in this information to identify the case:

Debtor name: Structuram Mass Timber U.S., Inc., et al.
 United States Bankruptcy Court for the District of Delaware
 Case number (if known):

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is: contingent, unliquidated, or disputed	Amount of unsecured claim: If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 WARMART, INC. LEGAL DEPARTMENT - CORPORATE DIVISION 702 S.W. 8TH ST. BENTONVILLE, AR 72716	LEGAL DEPARTMENT - CORPORATE DIVISION PHONE: 479-273-4000 EMAIL: RACHEL.BRAND@WALMART.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$34,000,000 USD
2 STILES MACHINERY INC. PATRICK MUNDWILER, KENT HARTMAN 3944 SOLUTIONS CENTER CHICAGO, IL 60677-3009	PATRICK MUNDWILER, KENT HARTMAN PHONE: 616-698-7500 EMAIL: DLOURENS@STILESMACHINERY.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,298,769 USD
3 STUART OLSEN CONSTRUCTION ASHLEY RANCOURT #300 - 13777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	ASHLEY RANCOURT PHONE: 604-271-4600	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,200,000 CAD
4 BIRD CONSTRUCTION MARC DA SILVA #300 - 13777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	MARC DA SILVA PHONE: 204-775-7141 X3351	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$670,000 CAD
5 MARCON METALFAB INC. 7156 BROWN STREET DELTA, BC V4G 1G8 CANADA	PHONE: 604-948-0977 FAX: 604-948-0978 EMAIL: ACCOUNTING@MARCONMETALFAB.COM	TRADE PAYABLE				\$597,667 CAD
6 SIMPSON STRONG TIE CANADA, LIMITED ARTHUR MNATSAKANIAN 911-19055 AIRPORT WAY PITT MEADOWS, BC V3Y 0G4 CANADA	ARTHUR MNATSAKANIAN EMAIL: REMITTANCEADVICES@STRONGTIE.COM	TRADE PAYABLE				\$407,106 CAD
7 DAY & ROSS 11470 131ST STREET SURREY, BC V3R 4S7 CANADA	PHONE: 506-375-4401 FAX: 506-375-4945 EMAIL: REMITTANCEDETAILS@DAYANDROSSINC.CA	TRADE PAYABLE				\$383,558 CAD
8 HEAVY TIMBER GROUP KRIS SPICKLER 4120 DOUGLAS BLVD #308-502 GRANITE BAY, CA 95746	KRIS SPICKLER PHONE: (916) 797-5588	TRADE PAYABLE				\$322,004 CAD
9 FOX'S TRANSPORT LTD. 8328 1ST STREET EDMONTON, AB T6P 1X2 CANADA	PHONE: 780-410-1960 EMAIL: EMAHAWAN@FOXSTRANSPORT.COM	TRADE PAYABLE				\$292,785 CAD
10 HENKEL CORPORATION 10 FINDERNE AVE BRIDGEWATER, NJ 08807	PHONE: 908-685-7000 EMAIL: HA.REMIT@US.HENKEL.COM	TRADE PAYABLE				\$183,100 USD
11 ROTH BLAAS USA INC WILLIAM BRODERICK 50 WALL ST, 8TH FLOOR NEW YORK, NY 10005	WILLIAM BRODERICK PHONE: 917-656-9077 EMAIL: USA@ROTHBLAAS.COM	TRADE PAYABLE				\$174,538 USD
12 ASPECT STRUCTURAL ENGINEERS CANADA LTD 101-190 WEST 3RD AVENUE VANCOUVER, BC V5Y 1E9 CANADA	PHONE: 604-389-9296 EMAIL: ACCOUNTS@ASPECTENGINEERS.COM	PROFESSIONAL SERVICES: ENGINEERING				\$207,297 CAD
13 WEYERHAEUSER NR COMPANY 200 OCCIDENTAL AVE S SEATTLE, WA 98104	PHONE: 206-539-4043 FAX: 253-928-2327 EMAIL: ACCTS.RECV@WY.COM	TRADE PAYABLE				\$123,697 USD
14 HENKEL CANADA CORPORATION C/O 912360 PO BOX 4090 STN A TORONTO, ON M5W 0E9 CANADA	EMAIL: HA.REMIT@US.HENKEL.COM	TRADE PAYABLE				\$163,220 CAD

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim. If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
15 HEXION CANADA INC C/O LBX V7444C/U BNS WHOLESALE LOCKBOX PO BOX 7444 STATION TERMINAL VANCOUVER, BC V6B 4E2 CANADA	PHONE: 469-749-8402 EMAIL: NORTHAMERICAAR@HEXION.COM	TRADE PAYABLE				\$142,307 CAD
16 CONTECH CONSTRUCTION LTD KITTY TAYLOR 150 - 12880 CLARKE PLACE RICHMOND, BC V6V2H1 CANADA	PHONE: 604-519-1711 EMAIL: ACCOUNTING@CONTECHCONSTRUCTIONLTD.COM	TRADE PAYABLE				\$125,208 CAD
17 WESTERN LUMBER COMPANY, LLC 2240 TOWER EAST SUITE 200 MEDFORD, OR 97504	PHONE: 541-779-5121 FAX: 541-779-0155 EMAIL: ACCOUNTING@WESTERNLUMBER.COM	TRADE PAYABLE				\$112,148 CAD
18 OWENS CORNING CANADA LP C/O T10275 PO BOX 4918 STN A TORONTO, ON M5W 0C9 CANADA	EMAIL: CASHAPPTTEAM@OWENSCORNING.COM	TRADE PAYABLE				\$95,059 CAD
19 NEW WEST INSTALLATIONS LTD 630 BEAVER LAKE ROAD KELOWNA, BC V4V 1S7 CANADA	PHONE: 250-766-2271 FAX: 250-766-2171 EMAIL: DENISEH@NEWWESTIND.COM	TRADE PAYABLE				\$82,973 CAD
20 BDO CANADA LLP (KELOWNA BRANCH) 400 - 1631 DICKSON AVENUE KELOWNA, BC V1Y 0B5 CANADA	PHONE: 250-763-6700 EMAIL: EFTPAYMENTS@BDO.CA	PROFESSIONAL SERVICES: AUDITOR				\$77,115 CAD
21 MONASHEE MANUFACTURING CORPORATION LTD GRANT VANDERMYE 1247 ELLIS STREET KELOWNA, BC V1Y 1Z6 CANADA	GRANT VANDERMYE PHONE: 250-762-2646 EMAIL: L.ZHANG@MONASHEEMFG.COM; GRANT.VAN@MONASHEEMFG.COM	TRADE PAYABLE				\$76,512 CAD
22 TIMBER ENGINEERING INC. MARTA MAJ 3637 WEST 6TH AVE VANCOUVER, BC V6R 1T6 CANADA	MARTA MAJ PHONE: 604-839-0214 FAX: 604-679-7832 EMAIL: MARTA.MAJ@TIMBERENGINEERING.CA	PROFESSIONAL SERVICES: ENGINEERING				\$73,143 CAD
23 TICOMTEC USA, INC MIKHAIL GERSHFELD 500 S. JEFFERSON, ST. PLACENTIA, CA 92870	MIKHAIL GERSHFELD PHONE: 714-936-4563 EMAIL: MIKHAIL.GERSHFELD@GMAIL.COM	PROFESSIONAL SERVICES: ENGINEERING				\$71,908 CAD
24 WOODPECKER EUROPEAN TIMBER FRAMING & WOODWORKS LTD #5 - 5 COUGAR MOUNTAIN CRESCENT EXSHAW, AB T0L 2C1 CANADA	PHONE: 403-673-3333 EMAIL: OFFICE@EUROPEANTIMBERFRAMING.COM	TRADE PAYABLE				\$68,296 CAD
25 BROADHEAD OPERATING DBA. HHM AGENCY DBA HHM AGENCY 411 WASHINGTON AVE N STE 500 MINNEAPOLIS, MN 55401	PHONE: 503-295-1822 EMAIL: ACCOUNTING@BROADHEADCO.COM	PROFESSIONAL SERVICES: PUBLIC RELATIONS				\$63,376 CAD
26 SWAYBACK HOLDINGS LTD. 402 WARREN AVENUE EAST PENTICTON, BC V2A 3M2 CANADA	PHONE: 250-493-7972 EMAIL: BMEHRER@GREYBACK.COM	LEASE				\$60,827 CAD
27 CAL-TEX LUMBER CO 2912 RAYBURN DR NACOGDOCHES, TX 75963-1010	PHONE: 936-564-6426 FAX: 936-5460-3888 EMAIL: CHASER@CALTEXLBR.COM	TRADE PAYABLE				\$42,494 USD
28 MTC SOLUTIONS UNIT 105 - 12941 115TH STREET SURREY, BC V3R 0E2 CANADA	PHONE: 866-899-4090 EMAIL: ACCOUNTING@MTC SOLUTIONS.COM	TRADE PAYABLE				\$57,340 CAD
29 WILLIAMS SCOTSMAN, INC PO BOX 91975 CHICAGO, IL 60693-1975	PHONE: 410-831-6000 EMAIL: CASHWS@WILLSCOT.COM	LEASE				\$40,885 USD
30 FASTENAL COMPANY 650 E ROBINS STREET CONWAY, AR 72032	PHONE: 501-327-7273 FAX: 501-327-6994 EMAIL: USWIREPAYMENTS@FASTENAL.COM	TRADE PAYABLE				\$38,576 USD

Fill in this information to identify the case and this filing:	
Debtor Name:	SLP Holdings Ltd.
United States Bankruptcy Court for the:	District of Delaware (State)
Case number (If known):	

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)*
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)*
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)*
- ☐ *Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)*
- ☐ *Schedule H: Codebtors (Official Form 206H)*
- ☐ *Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*
- ☐ Amended Schedule
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ Other documents that require a declaration Combined Corporate Ownership Statement and List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

04 / 21 / 2023
MM / DD / YYYY

X/s/ Shawn Turkington

Signature of individual signing on behalf of debtor

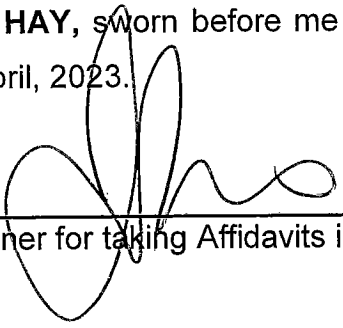
Shawn Turkington

Printed name

Authorized Signatory

Position or relationship to debtor

This is Exhibit "B" referred to in the Affidavit of **MICHÈLE HAY**, sworn before me at Vancouver, BC, this 26th day of April, 2023.



A Commissioner for taking Affidavits in British Columbia

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware
(State)

Case number (if known): Chapter 11

**CERTIFIED:
AS A TRUE COPY:
ATTEST:**UNA M. O'BOYLE
U. S. BANKRUPTCY COURT
Check if this is an
expedited filingBy Shirley Mace
Deputy Clerk 4-25-2023

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.1. Debtor's Name Structurlam Mass Timber Corporation2. All other names debtor used
in the last 8 years SLP Operations LTD; StructurlamInclude any assumed names,
trade names, and *doing*
business as names3. Debtor's federal Employer
Identification Number (EIN) 98-1445050

4. Debtor's address

Principal place of business

Mailing address, if different from principal place
of business2176 Government St
Number Street

Number Street

Penticton, British Columbia V2A 8B5
City State Zip Code

City State Zip Code

Location of principal assets, if different from
principal place of businessCanada
County

Number Street

City State Zip Code

5. Debtor's website (URL) https://www.structurlam.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

Debtor Structurlam Mass Timber Corporation
Name

Case number (if known) _____

7. Describe debtor's business**A. Check One:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

- C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**
- 3212

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check One:**

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No
- ☐ Yes.

District _____	When <u>MM/DD/YYYY</u>	Case number _____
District _____	When <u>MM/DD/YYYY</u>	Case number _____

If more than 2 cases, attach a separate list.

Debtor Structurlam Mass Timber Corporation
Name

Case number (if known) _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐
- No
-
- ☒
- Yes.

See Schedule 1Relationship AffiliateDebtor
District DelawareWhen 04 / 21 / 2023
MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- ☐
- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
-
- ☒
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☒
- No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)**

- ☐
- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- ☐
- It needs to be physically secured or protected from the weather.

- ☐
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐
- Other _____

Where is the property?

Number Street

City State Zip Code

Is the property insured?

- ☐
- No

☐ Yes. Insurance
agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒
- Funds will be available for distribution to unsecured creditors.
-
- ☐
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors¹

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 | | |

¹ Estimated number of creditors noted here is provided on a consolidated basis.

Debtor Structurlam Mass Timber Corporation
Name

Case number (if known)

15. Estimated assets²

<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
<input type="checkbox"/> \$500,001-\$1 million	<input checked="" type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated liabilities³

<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
<input type="checkbox"/> \$500,001-\$1 million	<input checked="" type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 04 / 21 / 2023
MM/ DD / YYYY

X /s/ Shawn Turkington
Signature of authorized representative of debtor

Shawn Turkington
Printed name

Title Authorized Signatory

18. Signature of attorney

X /s/ M. Blake Cleary
Signature of attorney for debtor

Date 04 / 21 / 2023
MM/DD/YYYY

M. Blake Cleary
Printed name

Potter Anderson & Corroon LLP
Firm name

1313 North Market Street, 6th Floor
Number Street

Wilmington
City

Delaware 19801
State ZIP Code

(302) 984-6000
Contact phone

bcleary@potteranderson.com
Email address

No. 3614 Delaware
Bar number State

² Estimated number of assets and liabilities noted here are provided on a consolidated basis.

³ Estimated number of assets and liabilities noted here are provided on a consolidated basis.

Fill in this information to identify the case:	
United States Bankruptcy Court for the:	
District of Delaware (State)	
Case number (if known):	Chapter <u>11</u>

Schedule 1**Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the entities listed below (collectively, the "Debtors") filed a petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code. The Debtors plan to file a motion with the Court requesting joint administration of these cases for procedural purposes only under the case number assigned to the chapter 11 case of **Structurlam Mass Timber U.S., Inc.**

Debtor	Employer/Business Identification Number	Jurisdiction
Structurlam Mass Timber U.S., Inc.	84-2896287	United States
Natural Outcomes, LLC	N/A	United States
Structurlam Mass Timber Corporation	98-1445050	Canada
SLP Holdings Ltd.	781693114 (Canada)	Canada

**SLP HOLDINGS LTD. ("SLP")
STRUCTURLAM MASS TIMBER CORPORATION ("SMTC")
STRUCTURLAM MASS TIMBER U.S., INC. ("SMTC-US")**

RE: Certified Minutes of the Meeting of the Boards of Directors of each of SLP, SMTC and SMTC-US (the "Boards") Held on April 16, 2023

The undersigned, Shawn Turkington, signing in my capacity as the Chief Financial Officer of each of SLP, SMTC and SMTC-US (each a "**Company**" and collectively, the "**Companies**") and not in my personal capacity, hereby certify for and on behalf of the Companies as follows:

1. I am duly authorized to deliver this Certificate;
2. Attached hereto as Schedule "A" is a certified true copy of the resolutions of the Boards of the Companies passed by the Boards at the meeting of the Boards held on April 16, 2023, which resolutions have been passed in accordance with applicable law and remain in full force and effective unamended as of the date hereof.

DATED at Vancouver, British Columbia the 18th day of April, 2023.

DocuSigned by:

Shawn Turkington

80F70DD00C1448...

Shawn Turkington, Chief Financial Officer
SLP Holdings Ltd.,
Structurlam Mass Timber Corporation and
Structurlam Mass Timber U.S., Inc.

SCHEDULE "A"

Resolutions of the Boards passed
at the Meeting of the Boards Held on April 16, 2023

"RESTRUCTURING TRANSACTION"

WHEREAS:

A. The Chairman advised the meeting as follows:

- (a) The respective Boards of each Company, together with management of the Companies, has reviewed and considered information presented by the financial and legal advisors of the Companies regarding the liabilities and liquidity situation of each of Company, the strategic alternatives available to such entities, and the effect of the foregoing on the Companies' business;
- (b) The Boards of each Company has had the opportunity to consult with management and the financial and legal advisors of the Companies and to fully consider each of the strategic alternatives available to the Companies;
- (c) The realizable value of the Companies' assets is not sufficient to satisfy all of their obligations and they will imminently be unable to meet their obligations as they come due, and they are, therefore, insolvent;
- (d) The Boards of each Company, having given due consideration to the matter is of the view that it is in the best interests of the Companies' various stakeholders that a formal insolvency proceeding be commenced to effect a financial restructuring which will involve a filing under the United States Code and a sale of the assets of the Companies (the "**Restructuring**");
- (e) In connection with the Restructuring, SMTC and SMTC-US as borrowers, and the Bank of Montreal as lender, wish to enter into an interim credit facility (the "**Debtor-in-Possession Loan Agreement**") in order to fund, among other things, the Restructuring; and
- (f) Under sections 147 and 149 of the Business Corporations Act (British Columbia), Hanz Gin has a disclosable interest in the Debtor-in-Possession Loan Agreement by virtue of being a Managing Director of Bank of Montreal and such he must abstain from voting on the approval of the Debtor-in-Possession Loan Agreement.

After discussion and having given due consideration to the matters, having reviewed all relevant documentation in connection with the business, assets, financial affairs and status of each of the Companies, and having consulted with the Companies' and the Board's advisors, upon motion duly made, seconded and carried unanimously, **IT WAS RESOLVED, WITH HANZ GIN ABSTAINING AS TO HIS INTEREST IN THE DEBTOR-IN-POSSESSION AGREEMENT, BY THE BOARD OF SLP, SMTC and SMTC-US THAT:**

CHAPTER 11 FILING

1. It is in the best interest of each of the Companies' and SMTC-US's wholly-owned subsidiary, Natural Outcomes (collectively, the "**Debtors**"), and their respective

stakeholders that the Debtors shall, and are hereby authorized to each file, or cause to be filed, a voluntary petition for relief under the provision of Chapter 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware (the "**Chapter 11 Proceedings**") and any other petition for relief or recognition or other order that may be desirable under applicable law in the United States.

2. The engagement of Alvarez & Marsal Canada Inc. as financial advisor to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
3. The engagement of Paul Hastings LLP as general bankruptcy counsel to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
4. The engagement of Potter Anderson & Corroon LLP as local bankruptcy counsel to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
5. The engagement of Stifel, Nicolaus & Company, Incorporated and Miller Buckfire & Co., LLC as investment banker to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
6. The engagement of Kurtzman Carson Consultants LLC as notice and claims agent and administrative advisors to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.

FOREIGN REPRESENTATIVE

7. It is in the best interest of each of the Debtors and their respective stakeholders that SLP shall, and is hereby authorized, ratified and approved, to act as Court-Appointed Foreign Representative, as such term is defined in Section 45(1) of the Companies' Creditors Arrangement Act (Canada) ("**CCAA**"), in relation to proposed Canadian proceedings under Part IV of the CCAA (the "**Canadian Proceedings**") and the Chapter 11 Proceedings for each of the Debtors.

CCAA RECOGNITION APPLICATION

8. It is in the best interest of each of the Companies and their respective stakeholders that SLP and SMTC shall, and are hereby authorized to file, or cause to be filed, an application for foreign recognition in the Canadian Proceedings of the Chapter 11 Proceedings and to seek such other insolvency or bankruptcy relief in Canada in respect of the Companies.
9. The engagement of Alvarez & Marsal Canada Inc. as court appointed Information Officer of SLP and SMTC in connection with the proposed Canadian Proceedings is hereby authorized, ratified, and approved.
10. The engagement of Gowling WLG (Canada) LLP as legal advisor of the Companies in connection with the proposed Canadian Proceedings is hereby authorized, ratified, and approved.

DEBTOR-IN-POSSESSION FINANCING

11. *The respective Boards of each of SMTC and SMTC-US determines that the Debtor-in-Possession Loan Agreement is in the best interest of SMTC and SMTC-US.*
12. *The terms and conditions of the Debtor-in-Possession Loan Agreement, in substantially the form as presented to the Board and the transactions contemplated thereby, are hereby approved, and any one director or officer of SMTC and SMTC-US, as applicable, is hereby authorized and directed in the name of and on behalf of SMTC and SMTC-US, as applicable, to execute and deliver the Debtor-in-Possession Loan Agreement with any additions, deletions or modifications as such director or officer in their sole discretion shall deem appropriate or advisable, execution as aforesaid to be conclusive evidence of this and their acceptance.*

FURTHER ACTIONS

Any one director or officer of each Company, be authorized to execute and deliver, whether under corporate seal or otherwise, all such other documents and instruments, and to do all such acts and things, as may be necessary or deemed desirable in their absolute discretion to give effect to the transactions contemplated in these minutes of meeting, and take or cause to be taken such other actions as they may, in their sole discretion, determine to be necessary or desirable to implement the resolutions and the matters authorized hereby, such determination to be conclusively evidenced by the execution and delivery of such instruments or documents and the taking or causing to be taken of any such actions."

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

STRUCTURLAM MASS TIMBER U.S., INC., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 23-[____ (____)]
)
) (Joint Administration Requested)
)
)

**COMBINED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY SECURITY HOLDERS PURSUANT TO
FED. R. BANKR. P. 1007(a)(1), 1007(a)(3), AND 7007.1**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, Structurlam Mass Timber U.S., Inc. and certain of its affiliates, who are or may be debtors and debtors in possession in the above-captioned cases (each a “Debtor” and collectively, the “Debtors”), hereby state as follows:

1. Debtor Structurlam Mass Timber U.S., Inc. is 100% owned by Debtor SLP Holdings Ltd. No non-Debtor publicly traded corporation owns more than 10% of Structurlam Mass Timber U.S., Inc.

2. Debtor Natural Outcomes, LLC is 100% owned by Debtor Structurlam Mass Timber U.S., Inc. No non-Debtor publicly traded corporation owns more than 10% of Natural Outcomes, LLC.

3. Debtor Structurlam Mass Timber Corporation is 100% owned by Debtor SLP Holdings Ltd. No non-Debtor publicly traded corporation owns more than 10% of Structurlam

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number or Canadian business number, as applicable, include: Structurlam Mass Timber U.S., Inc. (6287); Natural Outcomes, LLC (n/a); Structurlam Mass Timber Corporation (5050); and SLP Holdings Ltd. (3114). The location of the Debtors’ headquarters is: 2176 Government Street, Penticton, British Columbia, Canada V2A 8B5. The address of the registered agent for Structurlam Mass Timber U.S., Inc. is: 8 The Green, Suite A, Dover, Delaware 19901.

Mass Timber Corporation.

4. A list of Debtor SLP Holdings Ltd.'s equity interest holders owning more than 5%, their addresses, and the nature of their equity interests is attached hereto as **Exhibit 1**. The following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of SLP Holdings Ltd.'s equity interests:

Shareholder	Approximate Percentage of Shares Held of:
	Class A Preferred
Bentonville KF SLP Holdings LP	33.2%
KF Arc Holding LP c/o Kingfish Group, Inc	63.0%
	Class B Preferred
Bentonville KF SLP Holdings LP	34.6%
KF Arc Holding LP c/o Kingfish Group, Inc	65.5%
	Class C Preferred
KF Arc Holding LP c/o Kingfish Group, Inc	29.3%
Skydeck Holdings II LLC	21.0%
Wal-Mart International Holdings, Inc.	34.5%
	Common Stock
Hardy Wentzel	41.4%
Marlene Higgins	11.9%
Michael Darby	11.9%

EXHIBIT 1**LIST OF EQUITY SECURITY HOLDERS¹**

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held²
2022 Skydeck Holdings II LLC	Class C Preferred Series 1	1 S. Wacker Dr., Suite 1810, Chicago, IL 60606	0.9%
Andre Morf	Class A Preferred Series 5	12203 Saunders Crescent, Summerland, BC V0H 1Z0	0.1%
Andrew Kilduff	Common shares	1180 Wintergreen Cres., Kelowna, BC V1W 3V8	0.0%
Bank of Montreal D.B.A. BMO Capital Partners	Class C Preferred Series 2	525 8th Avenue SW 12th Floor, Calgary, AB T2P 1G1	1.7%
Bellevue Projects Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	2900 - 550 Burrard Street, Vancouver, BC V6C 0A3	1.1%
Bentonville KF SLP Holdings LP	Class A Preferred Series 5 Class B Preferred Series 1	<u>702 SW 8th Street</u> , MS #0215, Bentonville, AK 72716	27.1%
Blaine Peterson	Class A Preferred Series 5	4635 Sage Mesa Drive, Penticton, BC V2A 9A3	0.1%
Drifter Enterprises Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Emerson Khosa	Common shares	8845 176 Street, Surrey, BC V4N 6H9	0.0%
Hardy Wentzel	Class A Preferred Series 5 Common shares	16 - 4401 Westside Road N., Kelowna, BC V1Z 3P8	0.9%
John Kostaras	Common shares	4414 E. Campo Bello Drive, Phoenix, AZ 85032	0.0%
KF Arc Holding GP, LLC c/o Kingfish Group, Inc.	Class A Preferred Series 1 Class A Preferred Series 2 Class A Preferred Series 3 Class A Preferred Series 4	601 California Street, Suite 1250, San Francisco, CA 94108	0.0%

¹ This list serves as the disclosure required to be made by the debtor pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed are as of the date of commencement of these chapter 11 cases.

² These percentages are based of the total values from all classes of both preferred and common shares.

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
	Class A Preferred Series 5 Class A Preferred Series 6 Class B Preferred Series 1 Class C Preferred Series 1 Class C Preferred Series 2 Class C Preferred Series 3		
KF Arc Holding LP c/o Kingfish Group, Inc	Class A Preferred Series 1 Class A Preferred Series 2 Class A Preferred Series 3 Class A Preferred Series 4 Class A Preferred Series 5 Class B Preferred Series 1 Class C Preferred Series 1 Class C Preferred Series 2 Class C Preferred Series 3	601 California Street, Suite 1250, San Francisco, CA 94108	56.4%
Mackenzie Projects Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Marlene Higgins	Class A Preferred Series 6 Common shares	15 - 83 Peregrine Way, Vernon, BC V1H 1E9	0.2%
Michael Darby	Class A Preferred Series 5 Common shares	111 - 166 Power Street, Penticton, BC V2A 5W9	0.2%
Nampa Enterprises Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Nicholas Sills	Common shares	400 Van Horne Str, Penticton, BC V2A 4K6	0.0%

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
Richard Guinn	Common shares	718 Meadowlark Way, North Wales, PA 19454	0.1%
Sanca Creek Holdings Limited	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.2%
Sascha Jan Engel	Common shares	1086 Forestbrook Dr., Penticton, BC V2A 2G3	0.0%
Skydeck Holdings II LLC	Class C Preferred Series 2	1 S. Wacker Dr., Suite 1810, Chicago, IL 60606	3.6%
Stephen Tolnai	Common shares	2105 Thornber Street, Summerland, BC V0H 1Z9	0.1%
Terry Freeman	Common shares	13704 101A Avenue, Edmonton, AB T5N 0L1	0.0%
Thomas Quigley, Trustee of the Thomas G. Quigley Revocable Trust dated March 26, 1999	Common shares	123 South College Ave, Bloomington, IN 47404	0.1%
Tyler Harris	Common shares	8 - 3322 South Main St., Penticton, BC V2A 5J6	0.0%
Wal-Mart International Holdings, Inc.	Class C Preferred Series 1 Class C Preferred Series 2	<u>702 SW 8th Street</u> , Bentonville, AR 72758	5.9%

Fill in this information to identify the case:

Debtor name: Structuram Mass Timber U.S., Inc., et al.
 United States Bankruptcy Court for the District of Delaware
 Case number (if known):

☐ Check if this is an amended filing
Official Form 204**Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 WALMART, INC. LEGAL DEPARTMENT - CORPORATE DIVISION 702 S.W. 8TH ST. BENTONVILLE, AR 72716	LEGAL DEPARTMENT - CORPORATE DIVISION PHONE: 479-273-4000 EMAIL: RACHEL.BRAND@WALMART.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$34,000,000 USD
2 STILES MACHINERY INC. PATRICK MUNDWILER, KENT HARTMAN 3944 SOLUTIONS CENTER CHICAGO, IL 60677-3009	PATRICK MUNDWILER, KENT HARTMAN PHONE: 616-698-7500 EMAIL: DLOURENS@STILESMACHINERY.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,298,769 USD
3 STUART OLSEN CONSTRUCTION ASHLEY RANCOURT #300 - 13777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	ASHLEY RANCOURT PHONE: 604-271-4600	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,200,000 CAD
4 BIRD CONSTRUCTION MARC DA SILVA #300 - 13777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	MARC DA SILVA PHONE: 204-775-7141 X3351	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$670,000 CAD
5 MARCON METALFAB INC. 7156 BROWN STREET DELTA, BC V4G 1G8 CANADA	PHONE: 604-948-0977 FAX: 604-948-0978 EMAIL: ACCOUNTING@MARCONMETALFAB.COM	TRADE PAYABLE				\$597,667 CAD
6 SIMPSON STRONG TIE CANADA, LIMITED ARTHUR MNATSAKIAN 811-19055 AIRPORT WAY PITT MEADOWS, BC V3Y 0G4 CANADA	ARTHUR MNATSAKIAN EMAIL: REMITTANCEADVICES@STRONGTIE.COM	TRADE PAYABLE				\$407,106 CAD
7 DAY & ROSS 11470 131ST STREET SURREY, BC V3R 4S7 CANADA	PHONE: 506-375-4401 FAX: 506-375-4945 EMAIL: REMITTANCEDETAILS@DAYANDROSSINC.CA	TRADE PAYABLE				\$383,558 CAD
8 HEAVY TIMBER GROUP KRIS SPICKLER 4120 DOUGLAS BLVD #306-502 GRANITE BAY, CA 95746	KRIS SPICKLER PHONE: (916) 797-5588	TRADE PAYABLE				\$322,004 CAD
9 FOX'S TRANSPORT LTD. 6328 1ST STREET EDMONTON, AB T6P 1X2 CANADA	PHONE: 780-410-1960 EMAIL: EMAHAWAN@FOXSTRANSPORT.COM	TRADE PAYABLE				\$292,785 CAD
10 HENKEL CORPORATION 10 FINDERNE AVE BRIDGEWATER, NJ 08807	PHONE: 908-885-7000 EMAIL: HA.REMIT@US.HENKEL.COM	TRADE PAYABLE				\$183,100 USD
11 ROTH BLAAS USA INC WILLIAM BRODERICK 30 WALL ST, 8TH FLOOR NEW YORK, NY 10005	WILLIAM BRODERICK PHONE: 917-656-9077 EMAIL: USA@ROTHBLAAS.COM	TRADE PAYABLE				\$174,539 USD
12 ASPECT STRUCTURAL ENGINEERS CANADA LTD 101-190 WEST 3RD AVENUE VANCOUVER, BC V5Y 1E9 CANADA	PHONE: 604-389-9296 EMAIL: ACCOUNTS@ASPECTENGINEERS.COM	PROFESSIONAL SERVICES: ENGINEERING				\$207,297 CAD
13 WEYERHAEUSER NR COMPANY 200 OCCIDENTAL AVE S SEATTLE, WA 98104	PHONE: 206-539-4043 FAX: 253-928-2327 EMAIL: ACCTS.RECV@WY.COM	TRADE PAYABLE				\$123,697 USD
14 HENKEL CANADA CORPORATION C/O B12360 PO BOX 4090 STN A TORONTO, ON M5W 0E9 CANADA	EMAIL: HA.REMIT@US.HENKEL.COM	TRADE PAYABLE				\$163,220 CAD

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim. If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
15 HEXION CANADA INC C/O LBX V7444C/U BNS WHOLESALE LOCKBOX PO BOX 7444 STATION TERMINAL VANCOUVER, BC V6B 4E2 CANADA	PHONE: 469-749-8402 EMAIL: NORTHAMERICAAR@HEXION.COM	TRADE PAYABLE				\$142,307 CAD
16 CONTECH CONSTRUCTION LTD KITTY TAYLOR 150 - 12860 CLARKE PLACE RICHMOND, BC V6V2H1 CANADA	KITTY TAYLOR PHONE: 604-519-1711 EMAIL: ACCOUNTING@CONTECHCONSTRUCTIONLTD.COM	TRADE PAYABLE				\$125,208 CAD
17 WESTERN LUMBER COMPANY, LLC 2240 TOWER EAST SUITE 200 MEDFORD, OR 97504	PHONE: 541-779-5121 FAX: 541-779-0155 EMAIL: ACCOUNTING@WESTERNLUMBER.COM	TRADE PAYABLE				\$112,148 CAD
18 OWENS CORNING CANADA LP C/O T10275 PO BOX 4918 STN A TORONTO, ON M5W 0C9 CANADA	EMAIL: CASHAPPTeam@OWENSCORNING.COM	TRADE PAYABLE				\$95,059 CAD
19 NEW WEST INSTALLATIONS LTD 630 BEAVER LAKE ROAD KELOWNA, BC V4V 1S7 CANADA	PHONE: 250-766-2271 FAX: 250-766-2171 EMAIL: DENISEH@NEWWESTIND.COM	TRADE PAYABLE				\$82,973 CAD
20 BDO CANADA LLP (KELOWNA BRANCH) 400 - 1631 DICKSON AVENUE KELOWNA, BC V1Y 0B5 CANADA	PHONE: 250-763-6700 EMAIL: EFTPAYMENTS@BDO.CA	PROFESSIONAL SERVICES: AUDITOR				\$77,115 CAD
21 MONASHEE MANUFACTURING CORPORATION LTD GRANT VANDERMYE 1247 ELLIS STREET KELOWNA, BC V1Y 1Z6 CANADA	GRANT VANDERMYE PHONE: 250-762-2646 EMAIL: L.ZHANG@MONASHEEMFG.COM; GRANT.VAN@MONASHEEMFG.COM	TRADE PAYABLE				\$76,512 CAD
22 TIMBER ENGINEERING INC. MARTA MAJ 3637 WEST 6TH AVE VANCOUVER, BC V6R 1T6 CANADA	MARTA MAJ PHONE: 604-839-0214 FAX: 604-679-7832 EMAIL: MARTA.MAJ@TIMBERENGINEERING.CA	PROFESSIONAL SERVICES: ENGINEERING				\$73,143 CAD
23 TICONTEC USA, INC MIKHAIL GERSHFELD 500 S. JEFFERSON, ST. PLACENTIA, CA 92870	MIKHAIL GERSHFELD PHONE: 714-936-4563 EMAIL: MIKHAIL.GERSHFELD@GMAIL.COM	PROFESSIONAL SERVICES: ENGINEERING				\$71,908 CAD
24 WOODPECKER EUROPEAN TIMBER FRAMING & WOODWORKS LTD #5 - 5 COUGAR MOUNTAIN CRESCENT EXSHAW, AB T0L 2C1 CANADA	PHONE: 403-873-3333 EMAIL: OFFICE@EUROPEANTIMBERFRAMING.COM	TRADE PAYABLE				\$68,296 CAD
25 BROADHEAD OPERATING DBA. HHM AGENCY DBA HHM AGENCY 411 WASHINGTON AVE N STE 500 MINNEAPOLIS, MN 55401	PHONE: 503-295-1922 EMAIL: ACCOUNTING@BROADHEADCO.COM	PROFESSIONAL SERVICES: PUBLIC RELATIONS				\$63,376 CAD
26 SWAYBACK HOLDINGS LTD. 402 WARREN AVENUE EAST PENTICTON, BC V2A 3M2 CANADA	PHONE: 250-493-7972 EMAIL: BMEHRER@GREYBACK.COM	LEASE				\$60,827 CAD
27 CAL-TEX LUMBER CO 2912 RAYBURN DR NACOGDOCHES, TX 75963-1010	PHONE: 936-564-6426 FAX: 936-5480-3888 EMAIL: CHASER@CALTEXLBR.COM	TRADE PAYABLE				\$42,494 USD
28 MTC SOLUTIONS UNIT 106 - 12941 115TH STREET SURREY, BC V3R 0E2 CANADA	PHONE: 866-899-4090 EMAIL: ACCOUNTING@MTC SOLUTIONS.COM	TRADE PAYABLE				\$57,340 CAD
29 WILLIAMS SCOTSMAN, INC PO BOX 91975 CHICAGO, IL 60693-1975	PHONE: 410-831-8000 EMAIL: CASHWS@WILLSCOT.COM	LEASE				\$40,885 USD
30 FASTENAL COMPANY 650 E ROBINS STREET CONWAY, AR 72032	PHONE: 501-327-7273 FAX: 501-327-6994 EMAIL: USWIREPAYMENTS@FASTENAL.COM	TRADE PAYABLE				\$38,576 USD

Fill in this information to identify the case and this filing:	
Debtor Name:	Structuriam Mass Timber Corporation
United States Bankruptcy Court for the:	District of Delaware (State)
Case number (if known):	

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)*
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)*
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)*
- ☐ *Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)*
- ☐ *Schedule H: Codebtors (Official Form 206H)*
- ☐ *Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*
- ☐ Amended Schedule
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ Other documents that require a declaration Combined Corporate Ownership Statement and List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

04 / 21 / 2023
MM / DD / YYYY

X/s/ Shawn Turkington

Signature of individual signing on behalf of debtor

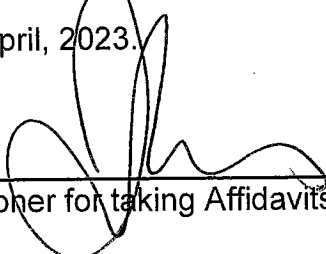
Shawn Turkington

Printed name

Authorized Signatory

Position or relationship to debtor

This is Exhibit "C" referred to in the Affidavit of **MICHÈLE HAY**, sworn before me at Vancouver, BC, this 26th day of April, 2023.



A Commissioner for taking Affidavits in British Columbia

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware
(State)

Case number (if known):

Chapter 11

CERTIFIED:
AS A TRUE COPY:
ATTEST:UNA M. O'BOYLE
U. S. BANKRUPTCY COURT☐ Check if this is an amended filingBy Linger Mace
Deputy Clerk

4-25-23

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.**1. Debtor's Name**

Natural Outcomes, LLC

2. All other names debtor used in the last 8 years

N/A

Include any assumed names, trade names, and *doing business as* names**3. Debtor's federal Employer Identification Number (EIN)**

N/A

4. Debtor's address**Principal place of business**2176 Government St
Number StreetPenticton, British Columbia V2A 8B5
City State Zip CodeCanada
County**Mailing address, if different from principal place of business**

Number Street

City State Zip Code

Location of principal assets, if different from principal place of business

1800 Sturges Road

Number Street

Conway, Arkansas 72034

City State Zip Code

5. Debtor's website (URL)<https://www.structurelam.com>**6. Type of debtor**☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify:

Debtor Natural Outcomes, LLC
Name

Case number (if known) _____

7. Describe debtor's business**A. Check One:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

- C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**
- 3212

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check One:**

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No☐ Yes.

District _____

When _____

MM/DD/YYYY

Case number _____

District _____

When _____

MM/DD/YYYY

Case number _____

If more than 2 cases, attach a separate list.

Debtor Natural Outcomes, LLC
Name

Case number (if known) _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐
- No
-
- ☒
- Yes.

See Schedule 1Relationship AffiliateDebtor
District DelawareWhen 04 / 21 / 2023
MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- ☐
- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
-
- ☒
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☒
- No
-
- ☐
- Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐
- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
-
- What is the hazard? _____
-
- ☐
- It needs to be physically secured or protected from the weather.
-
- ☐
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
-
- ☐
- Other _____

Where is the property?

Number Street

City State Zip Code

Is the property insured?

- ☐
- No
-
- ☐
- Yes. Insurance
-
- agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒
- Funds will be available for distribution to unsecured creditors.
-
- ☐
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors¹

- ☐
- 1-49
-
- ☐
- 50-99
-
- ☐
- 100-199
-
- ☒
- 200-999
-
- ☐
- 1,000-5,000
-
- ☐
- 5,001-10,000
-
- ☐
- 10,001-25,000
-
- ☐
- 25,001-50,000
-
- ☐
- 50,001-100,000
-
- ☐
- More than 100,000

¹ Estimated number of creditors noted here is provided on a consolidated basis.

Debtor Natural Outcomes, LLC
Name

Case number (if known) _____

15. Estimated assets²	<input type="checkbox"/>	\$0-\$50,000	<input type="checkbox"/>	\$1,000,001-\$10 million	<input type="checkbox"/>	\$500,000,001-\$1 billion
	<input type="checkbox"/>	\$50,001-\$100,000	<input type="checkbox"/>	\$10,000,001-\$50 million	<input type="checkbox"/>	\$1,000,000,001-\$10 billion
	<input type="checkbox"/>	\$100,001-\$500,000	<input type="checkbox"/>	\$50,000,001-\$100 million	<input type="checkbox"/>	\$10,000,000,001-\$50 billion
	<input type="checkbox"/>	\$500,001-\$1 million	<input checked="" type="checkbox"/>	\$100,000,001-\$500 million	<input type="checkbox"/>	More than \$50 billion

16. Estimated liabilities³	<input type="checkbox"/>	\$0-\$50,000	<input type="checkbox"/>	\$1,000,001-\$10 million	<input type="checkbox"/>	\$500,000,001-\$1 billion
	<input type="checkbox"/>	\$50,001-\$100,000	<input type="checkbox"/>	\$10,000,001-\$50 million	<input type="checkbox"/>	\$1,000,000,001-\$10 billion
	<input type="checkbox"/>	\$100,001-\$500,000	<input type="checkbox"/>	\$50,000,001-\$100 million	<input type="checkbox"/>	\$10,000,000,001-\$50 billion
	<input type="checkbox"/>	\$500,001-\$1 million	<input checked="" type="checkbox"/>	\$100,000,001-\$500 million	<input type="checkbox"/>	More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 04 / 21 / 2023
MM/DD/YYYY

x /s/ Shawn Turkington Shawn Turkington
Signature of authorized representative of debtor Printed name

Title Authorized Signatory

18. Signature of attorney **x** /s/ M. Blake Cleary Date 04 / 21 / 2023
Signature of attorney for debtor MM/DD/YYYY

M. Blake Cleary
Printed name

Potter Anderson & Corroon LLP
Firm name

1313 North Market Street, 6th Floor
Number Street

Wilmington Delaware 19801
City State ZIP Code

(302) 984-6000 bcleary@potteranderson.com
Contact phone Email address

No. 3614 Delaware
Bar number State

² Estimated number of assets and liabilities noted here are provided on a consolidated basis.

³ Estimated number of assets and liabilities noted here are provided on a consolidated basis.

Fill in this information to identify the case:	
United States Bankruptcy Court for the:	
District of Delaware	
(State)	
Case number (if known):	Chapter 11

Schedule 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code. The Debtors plan to file a motion with the Court requesting joint administration of these cases for procedural purposes only under the case number assigned to the chapter 11 case of **Structurlam Mass Timber U.S., Inc.**

Debtor	Employer/Business Identification Number	Jurisdiction
Structurlam Mass Timber U.S., Inc.	84-2896287	United States
Natural Outcomes, LLC	N/A	United States
Structurlam Mass Timber Corporation	98-1445050	Canada
SLP Holdings Ltd.	781693114 (Canada)	Canada

**RESOLUTIONS OF THE SOLE MANAGER OF
NATURAL OUTCOMES, LLC**

April 16, 2023

The undersigned being the sole manager (the "Manager") of Natural Outcomes, LLC, a Delaware limited liability company, (the "Company"), hereby takes the following actions pursuant to the operating agreement, or other governing agreement, as applicable (the "Operating Agreement"), of the Company and the applicable laws of the jurisdiction in which the Company is organized.

WHEREAS, the Manager of the Company has consulted with the management and the financial and legal advisors of the Company regarding the liabilities and liquidity situation of the Company, the strategic alternatives available to them, and the effect of the foregoing on the Company's business;

WHEREAS, the Manager of the Company has consulted with the management and the financial and legal advisors of the Company and fully considered each of the strategic alternatives available to the Company;

WHEREAS, after careful consideration, the Manager of the Company has determined that it is desirable and in the best interests of the Company, its creditors, and other interested parties, that the Company file or cause to be filed a voluntary petition for relief (a "Chapter 11 Case") under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") in which the authority for the Company to operate as a debtor in possession will be sought; and

WHEREAS, after careful consideration, the Manager of the Company has determined that it is desirable and in the best interests of the Company and its respective creditors, equity holders, and other parties in interest that the Company enter into, execute, deliver, certify, file and/or record and perform under a debtor-in-possession financing agreement, including an initial term sheet and any other related documents.

1. APPROVAL OF CHAPTER 11 FILING

NOW, THEREFORE, BE IT RESOLVED, that the Company shall be, and hereby is, authorized, directed, and empowered to file or cause to be filed a Chapter 11 Case under the provisions of the Bankruptcy Code in the Bankruptcy Court; and

FURTHER RESOLVED, that Matthew Karmel and Shawn Turkington (each, an "Authorized Officer"), acting alone or with one or more other directors or officers of the Company be, and hereby is, authorized, empowered, and directed to execute and file on behalf of the Company all petitions, schedules, lists, motions, papers, documents, or other filings, and to take any and all action that he deems necessary or proper to obtain such relief, including any action necessary to maintain the ordinary-course operation of the Company's business.

2. RETENTION OF PROFESSIONALS

NOW, THEREFORE, BE IT RESOLVED, that an Authorized Officer (and his designees and delegates) be, and hereby is, authorized and directed to (a) employ the law firm of Paul Hastings LLP ("Paul Hastings") as general bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and

obligations in the Chapter 11 Case, including filing any pleadings, and (b) in connection therewith, execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Paul Hastings;

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized and directed to (a) employ the law firm of Potter Anderson & Corroon LLP ("Potter Anderson") as local bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in the Chapter 11 Case, including filing any pleadings, and (b) in connection therewith, execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Potter Anderson;

FURTHER RESOLVED, that an Authorized Officer (and his designees and delegates) be, and hereby is, authorized and directed to (a) employ the law firm of Gowling WLG ("Gowling") as Canadian bankruptcy counsel to represent and assist the Company in carrying out its duties under applicable law, and to take any and all actions to advance the Company's rights and obligations in connection with any insolvency proceedings in Canada related to the Chapter 11 Case (the "CCAA Proceedings"), including filing any pleadings, and (b) in connection therewith, execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Gowling;

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized and directed to (a) employ the firm Alvarez & Marsal Canada ULC ("A&M") as financial advisor to, among other things, assist the Company in (i) developing financial data for evaluation by its equityholders, creditors, or other third parties (in each case as requested by the Company), (ii) responding to issues related to the Company's financial liquidity, and (iii) selling the Company's assets, and (b) in connection therewith, execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of A&M;

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized and directed to (a) employ the firm Stifel, Nicolaus & Company, Incorporated and Miller Buckfire & Co., LLC ("Miller Buckfire") as investment banker to, among other things, assist the Company in (i) the marketing and sale of the Company's assets and (ii) obtaining financing, including debtor-in-possession financing, and (b) in connection therewith, execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Miller Buckfire;

FURTHER RESOLVED, that an Authorized Officer (and his designees and delegates) be, and hereby is, authorized and directed to (a) employ the firm of Kurtzman Carson Consultants LLC ("KCC") as notice and claims agent and administrative advisor to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in the Chapter 11 Case, and (b) in connection therewith, execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of KCC;

FURTHER RESOLVED, that an Authorized Officer (and his designees and delegates) be, and hereby is, authorized and empowered to (a) employ any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code, and (b) in connection therewith, to execute appropriate retention agreements, pay appropriate retainers and fees, and cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary; and

FURTHER RESOLVED, that an Authorized Officer (and his designees and delegates) be, and hereby is, authorized, empowered, and directed to (a) execute and file all petitions, schedules, motions, lists,

applications, pleadings, and other papers, (b) in connection therewith, employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals, and (c) take and perform any and all further acts and deeds that an Authorized Officer deems necessary, proper, or desirable in connection with the Chapter 11 Cases and CCAA Proceedings, with a view to the successful prosecution of each such case.

3. CASH COLLATERAL AND DIP FINANCING

NOW, THEREFORE, BE IT RESOLVED, that an Authorized Officer (and his designees and delegates) be, and hereby is, authorized and empowered, to (a) seek approval of a cash collateral order in interim and final form which may require the Company to grant liens and (b) negotiate and enter into debtor-in-possession financing, in each case subject to potential capital maintenance rules and financial assistance rules to be complied with under applicable laws;

FURTHER RESOLVED, that an Authorized Officer (and his designees and delegates) be, and hereby is, authorized, empowered, and directed on behalf of and in the name of the Company to secure the payment and performance of any post-petition financing by (a) pledging or granting liens and mortgages on, or security interest in, all or any portion of the Company's assets whether now owned or hereafter acquired, and (b) entering into or causing to be entered into such security agreements, pledge agreements, control agreements, inter-creditor agreements, mortgages, deeds of trust and other agreements as are necessary, appropriate or desirable to effectuate the intent of, or matters reasonably contemplated or implied by, this resolution in such form, covering such collateral and having such other terms and conditions as are approved or deemed necessary, appropriate or desirable by the officer executing the same, the execution thereof by such officer to be conclusive evidence of such approval or determination; and

FURTHER RESOLVED, that an Authorized Officer (and his designees and delegates) be, and hereby is, authorized, empowered, and directed on behalf of and in the name of the Company to (a) take such further actions and execute and deliver such certificates, instruments, guaranties, notices and documents as may be required or as such officers may deem necessary, advisable or proper to carry out the intent and purpose of the foregoing resolutions, including the execution and delivery of any security agreements, pledges, financing statements and the like, and (b) perform the obligations of the Company under the relevant companies law applicable to the Company, the Bankruptcy Code, and other applicable law, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices and documents to be executed and delivered in such form as the officers performing or executing the same shall approve, and the performance or execution thereof by such officers shall be conclusive evidence of the approval thereof by such officers and by the Company.

4. GENERAL

NOW, THEREFORE, BE IT RESOLVED, that, in addition to the specific authorizations heretofore conferred upon an Authorized Officer, an Authorized Officer (and his designees and delegates) be, and hereby is, authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including but not limited to filing fees, in each case as in an Authorized Officer's (or their respective designees' or delegates') reasonable business judgment, shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein;

FURTHER RESOLVED, that all actions taken by an Authorized Officer (and his designees and delegates) to carry out the purposes and intent of the foregoing resolutions prior to their adoption are approved, ratified, and confirmed;

FURTHER RESOLVED, that an Authorized Officer (and his designees and delegates) be, and hereby is, authorized and empowered to take all actions, or to not take any action in the name of the Company, with respect to the transactions contemplated by these resolutions hereunder, as an Authorized Officer shall deem necessary or desirable in an Authorized Officer's reasonable business judgment, as may be necessary or convenient to effectuate the purposes of the transactions contemplated herein; and

FURTHER RESOLVED, that this resolution may be executed in as many electronic or original counterparts as may be required, and all counterparts shall collectively constitute one and the same resolution.

* * * * *

IN WITNESS WHEREOF, the undersigned have executed this resolution as of the date first set forth above.

A handwritten signature in black ink, appearing to read "Nathan Waters", written over a horizontal line.

Name: Nathan Waters

Title: Manager

Being the sole manager of:

Natural Outcomes, LLC, a Delaware limited liability company

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
STRUCTURLAM MASS TIMBER U.S., INC., <i>et al.</i> , ¹	)	Case No. 23-[____ (____)]
)	
Debtors.	)	(Joint Administration Requested)
)	

**COMBINED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY SECURITY HOLDERS PURSUANT TO
FED. R. BANKR. P. 1007(a)(1), 1007(a)(3), AND 7007.1**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, Structurlam Mass Timber U.S., Inc. and certain of its affiliates, who are or may be debtors and debtors in possession in the above-captioned cases (each a “Debtor” and collectively, the “Debtors”), hereby state as follows:

1. Debtor Structurlam Mass Timber U.S., Inc. is 100% owned by Debtor SLP Holdings Ltd. No non-Debtor publicly traded corporation owns more than 10% of Structurlam Mass Timber U.S., Inc.
2. Debtor Natural Outcomes, LLC is 100% owned by Debtor Structurlam Mass Timber U.S., Inc. No non-Debtor publicly traded corporation owns more than 10% of Natural Outcomes, LLC.
3. Debtor Structurlam Mass Timber Corporation is 100% owned by Debtor SLP Holdings Ltd. No non-Debtor publicly traded corporation owns more than 10% of Structurlam

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number or Canadian business number, as applicable, include: Structurlam Mass Timber U.S., Inc. (6287); Natural Outcomes, LLC (n/a); Structurlam Mass Timber Corporation (5050); and SLP Holdings Ltd. (3114). The location of the Debtors’ headquarters is: 2176 Government Street, Penticton, British Columbia, Canada V2A 8B5. The address of the registered agent for Structurlam Mass Timber U.S., Inc. is: 8 The Green, Suite A, Dover, Delaware 19901.

Mass Timber Corporation.

4. A list of Debtor SLP Holdings Ltd.'s equity interest holders owning more than 5%, their addresses, and the nature of their equity interests is attached hereto as **Exhibit 1**. The following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of SLP Holdings Ltd.'s equity interests:

Shareholder	Approximate Percentage of Shares Held of:
	Class A Preferred
Bentonville KF SLP Holdings LP	33.2%
KF Arc Holding LP c/o Kingfish Group, Inc	63.0%
	Class B Preferred
Bentonville KF SLP Holdings LP	34.6%
KF Arc Holding LP c/o Kingfish Group, Inc	65.5%
	Class C Preferred
KF Arc Holding LP c/o Kingfish Group, Inc	29.3%
Skydeck Holdings II LLC	21.0%
Wal-Mart International Holdings, Inc.	34.5%
	Common Stock
Hardy Wentzel	41.4%
Marlene Higgins	11.9%
Michael Darby	11.9%

EXHIBIT 1**LIST OF EQUITY SECURITY HOLDERS¹**

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held²
2022 Skydeck Holdings II LLC	Class C Preferred Series 1	1 S. Wacker Dr., Suite 1810, Chicago, IL 60606	0.9%
Andre Morf	Class A Preferred Series 5	12203 Saunders Crescent, Summerland, BC V0H 1Z0	0.1%
Andrew Kilduff	Common shares	1180 Wintergreen Cres., Kelowna, BC V1W 3V8	0.0%
Bank of Montreal D.B.A. BMO Capital Partners	Class C Preferred Series 2	525 8th Avenue SW 12th Floor, Calgary, AB T2P 1G1	1.7%
Bellevue Projects Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	2900 - 550 Burrard Street, Vancouver, BC V6C 0A3	1.1%
Bentonville KF SLP Holdings LP	Class A Preferred Series 5 Class B Preferred Series 1	<u>702 SW 8th Street</u> , MS #0215, Bentonville, AK 72716	27.1%
Blaine Peterson	Class A Preferred Series 5	4635 Sage Mesa Drive, Penticton, BC V2A 9A3	0.1%
Drifter Enterprises Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Emerson Khosa	Common shares	8845 176 Street, Surrey, BC V4N 6H9	0.0%
Hardy Wentzel	Class A Preferred Series 5 Common shares	16 - 4401 Westside Road N., Kelowna, BC V1Z 3P8	0.9%
John Kostaras	Common shares	4414 E. Campo Bello Drive, Phoenix, AZ 85032	0.0%
KF Arc Holding GP, LLC c/o Kingfish Group, Inc.	Class A Preferred Series 1 Class A Preferred Series 2 Class A Preferred Series 3 Class A Preferred Series 4	601 California Street, Suite 1250, San Francisco, CA 94108	0.0%

¹ This list serves as the disclosure required to be made by the debtor pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed are as of the date of commencement of these chapter 11 cases.

² These percentages are based of the total values from all classes of both preferred and common shares.

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
	Class A Preferred Series 5 Class A Preferred Series 6 Class B Preferred Series 1 Class C Preferred Series 1 Class C Preferred Series 2 Class C Preferred Series 3		
KF Arc Holding LP c/o Kingfish Group, Inc	Class A Preferred Series 1 Class A Preferred Series 2 Class A Preferred Series 3 Class A Preferred Series 4 Class A Preferred Series 5 Class B Preferred Series 1 Class C Preferred Series 1 Class C Preferred Series 2 Class C Preferred Series 3	601 California Street, Suite 1250, San Francisco, CA 94108	56.4%
Mackenzie Projects Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Marlene Higgins	Class A Preferred Series 6 Common shares	15 - 83 Peregrine Way, Vernon, BC V1H 1E9	0.2%
Michael Darby	Class A Preferred Series 5 Common shares	111 - 166 Power Street, Penticton, BC V2A 5W9	0.2%
Nampa Enterprises Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Nicholas Sills	Common shares	400 Van Horne Str, Penticton, BC V2A 4K6	0.0%

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
Richard Guinn	Common shares	718 Meadowlark Way, North Wales, PA 19454	0.1%
Sanca Creek Holdings Limited	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.2%
Sascha Jan Engel	Common shares	1086 Forestbrook Dr., Penticton, BC V2A 2G3	0.0%
Skydeck Holdings II LLC	Class C Preferred Series 2	1 S. Wacker Dr., Suite 1810, Chicago, IL 60606	3.6%
Stephen Tolnai	Common shares	2105 Thornber Street, Summerland, BC V0H 1Z9	0.1%
Terry Freeman	Common shares	13704 101A Avenue, Edmonton, AB T5N 0L1	0.0%
Thomas Quigley, Trustee of the Thomas G. Quigley Revocable Trust dated March 26, 1999	Common shares	123 South College Ave, Bloomington, IN 47404	0.1%
Tyler Harris	Common shares	8 - 3322 South Main St., Penticton, BC V2A 5J6	0.0%
Wal-Mart International Holdings, Inc.	Class C Preferred Series 1 Class C Preferred Series 2	<u>702 SW 8th Street</u> , Bentonville, AR 72758	5.9%

Fill in this information to identify the case:

Debtor name: Structuram Mass Timber U.S., Inc., et al.
 United States Bankruptcy Court for the District of Delaware
 Case number (if known):

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim. If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 WALMART, INC. LEGAL DEPARTMENT - CORPORATE DIVISION 702 S.W. 6TH ST. BENTONVILLE, AR 72716	LEGAL DEPARTMENT - CORPORATE DIVISION PHONE: 479-273-4000 EMAIL: RACHEL.BRAND@WALMART.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$34,000,000 USD
2 STILES MACHINERY INC. PATRICK MUNDWILER, KENT HARTMAN 3944 SOLUTIONS CENTER CHICAGO, IL 60677-3009	PATRICK MUNDWILER, KENT HARTMAN PHONE: 616-698-7500 EMAIL: DLOURENS@STILESMACHINERY.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,298,769 USD
3 STUART OLSEN CONSTRUCTION ASHLEY RANOCOURT #300 - 13777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	ASHLEY RANOCOURT PHONE: 604-271-4800	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,200,000 CAD
4 BIRD CONSTRUCTION MARC DA SILVA #300 - 13777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	MARC DA SILVA PHONE: 204-775-7141 X3351	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$670,000 CAD
5 MARCON METALFAB INC. 7156 BROWN STREET DELTA, BC V4G 1G8 CANADA	PHONE: 604-948-0977 FAX: 604-948-0978 EMAIL: ACCOUNTING@MARCONMETALFAB.COM	TRADE PAYABLE				\$597,667 CAD
6 SIMPSON STRONG TIE CANADA, LIMITED ARTHUR MNATSAKIAN 811-19055 AIRPORT WAY PITT MEADOWS, BC V3Y 0G4 CANADA	ARTHUR MNATSAKIAN EMAIL: REMITTANCEADVICES@STRONGTIE.COM	TRADE PAYABLE				\$407,106 CAD
7 DAY & ROSS 11470 131ST STREET SURREY, BC V3R 4S7 CANADA	PHONE: 506-375-4401 FAX: 506-375-4945 EMAIL: REMITTANCEDETAILS@DAYANDROSSINC.CA	TRADE PAYABLE				\$383,556 CAD
8 HEAVY TIMBER GROUP KRIS SPICKLER 4120 DOUGLAS BLVD #306-502 GRANITE BAY, CA 95746	KRIS SPICKLER PHONE: (916) 797-5588	TRADE PAYABLE				\$322,004 CAD
9 FOX'S TRANSPORT LTD. 8328 1ST STREET EDMONTON, AB T6P 1X2 CANADA	PHONE: 780-410-1960 EMAIL: EMAHAWAN@FOXSTRANSPORT.COM	TRADE PAYABLE				\$292,785 CAD
10 HENKEL CORPORATION 10 FINDERNE AVE BRIDGEWATER, NJ 08807	PHONE: 908-685-7000 EMAIL: H.A.REMIT@US.HENKEL.COM	TRADE PAYABLE				\$183,100 USD
11 ROTH BLAAS USA INC WILLIAM BRODERICK 30 WALL ST, 8TH FLOOR NEW YORK, NY 10005	WILLIAM BRODERICK PHONE: 617-556-9077 EMAIL: USA@ROTHBLAAS.COM	TRADE PAYABLE				\$174,539 USD
12 ASPECT STRUCTURAL ENGINEERS CANADA LTD 101-190 WEST 3RD AVENUE VANCOUVER, BC V5Y 1E9 CANADA	PHONE: 604-389-9296 EMAIL: ACCOUNTS@ASPECTENGINEERS.COM	PROFESSIONAL SERVICES: ENGINEERING				\$207,297 CAD
13 WEYERHAEUSER NR COMPANY 200 OCCIDENTAL AVE S SEATTLE, WA 98104	PHONE: 206-539-4043 FAX: 253-928-2327 EMAIL: ACCTS.RECV@WY.COM	TRADE PAYABLE				\$123,697 USD
14 HENKEL CANADA CORPORATION C/O 812360 PO BOX 4090 STN A TORONTO, ON M5W 0E9 CANADA	EMAIL: H.A.REMIT@US.HENKEL.COM	TRADE PAYABLE				\$163,220 CAD

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
15 HEXION CANADA INC C/O LBX V7444C/U BNS WHOLESALE LOCKBOX PO BOX 7444 STATION TERMINAL VANCOUVER, BC V6B 4E2 CANADA	PHONE: 469-749-8402 EMAIL: NORTHAMERICAAR@HEXION.COM	TRADE PAYABLE				\$142,307 CAD
16 CONTECH CONSTRUCTION LTD KITTY TAYLOR 150 - 12860 CLARKE PLACE RICHMOND, BC V6V2H1 CANADA	PHONE: 604-519-1711 EMAIL: ACCOUNTING@CONTECHCONSTRUCTIONLTD.CO M	TRADE PAYABLE				\$125,208 CAD
17 WESTERN LUMBER COMPANY, LLC 2240 TOWER EAST SUITE 200 MEDFORD, OR 97504	PHONE: 541-779-5121 FAX: 541-779-0155 EMAIL: ACCOUNTING@WESTERNLUMBER.COM	TRADE PAYABLE				\$112,148 CAD
18 OWENS CORNING CANADA LP C/O T10275 PO BOX 4918 STN A TORONTO, ON M5W 0C9 CANADA	EMAIL: CASHAPTEAM@OWENSCORNING.COM	TRADE PAYABLE				\$95,059 CAD
19 NEW WEST INSTALLATIONS LTD 630 BEAVER LAKE ROAD KELOWNA, BC V4V 1S7 CANADA	PHONE: 250-766-2271 FAX: 250-766-2171 EMAIL: DENISEH@NEWWESTIND.COM	TRADE PAYABLE				\$82,973 CAD
20 BDO CANADA LLP (KELOWNA BRANCH) 400 - 1631 DICKSON AVENUE KELOWNA, BC V1Y 0B5 CANADA	PHONE: 250-763-6700 EMAIL: EFTPAYMENTS@BDO.CA	PROFESSIONAL SERVICES: AUDITOR				\$77,115 CAD
21 MONASHEE MANUFACTURING CORPORATION LTD GRANT VANDERMYE 1247 ELLIS STREET KELOWNA, BC V1Y 1Z6 CANADA	GRANT VANDERMYE PHONE: 250-762-2646 EMAIL: LZHANG@MONASHEEMFG.COM; GRANT.VAN@MONASHEEMFG.COM	TRADE PAYABLE				\$76,512 CAD
22 TIMBER ENGINEERING INC. MARTA MAJ 3637 WEST 6TH AVE VANCOUVER, BC V6R 1T6 CANADA	MARTA MAJ PHONE: 604-839-0214 FAX: 604-679-7832 EMAIL: MARTA.MAJ@TIMBERENGINEERING.CA	PROFESSIONAL SERVICES: ENGINEERING				\$73,143 CAD
23 TICOMTEC USA, INC MIKHAIL GERSHFELD 500 S. JEFFERSON, ST. PLACENTIA, CA 92870	MIKHAIL GERSHFELD PHONE: 714-938-4563 EMAIL: MIKHAIL.GERSHFELD@GMAIL.COM	PROFESSIONAL SERVICES: ENGINEERING				\$71,908 CAD
24 WOODPECKER EUROPEAN TIMBER FRAMING & WOODWORKS LTD #5 - 5 COUGAR MOUNTAIN CRESCENT EXSHAW, AB T0L 2C1 CANADA	PHONE: 403-673-3333 EMAIL: OFFICE@EUROPEANTIMBERFRAMING.COM	TRADE PAYABLE				\$68,296 CAD
25 BROADHEAD OPERATING DBA. HHM AGENCY DBA HHM AGENCY 411 WASHINGTON AVE N STE 500 MINNEAPOLIS, MN 55401	PHONE: 503-295-1922 EMAIL: ACCOUNTING@BROADHEADCO.COM	PROFESSIONAL SERVICES: PUBLIC RELATIONS				\$63,376 CAD
26 SWAYBACK HOLDINGS LTD. 402 WARREN AVENUE EAST PENTICTON, BC V2A 3M2 CANADA	PHONE: 250-493-7972 EMAIL: BMEHRER@GREYBACK.COM	LEASE				\$60,827 CAD
27 CAL-TEX LUMBER CO 2912 RAYBURN DR NACOGDOCHES, TX 75963-1010	PHONE: 936-564-6426 FAX: 936-5460-3888 EMAIL: CHASER@CALTEXLBR.COM	TRADE PAYABLE				\$42,494 USD
28 MTC SOLUTIONS UNIT 106 - 12941 115TH STREET SURREY, BC V3R 0E2 CANADA	PHONE: 866-899-4090 EMAIL: ACCOUNTING@MTC SOLUTIONS.COM	TRADE PAYABLE				\$57,340 CAD
29 WILLIAMS SCOTSMAN, INC PO BOX 91975 CHICAGO, IL 80693-1975	PHONE: 410-931-6000 EMAIL: CASHWS@WILLSCOT.COM	LEASE				\$40,885 USD
30 FASTENAL COMPANY 650 E ROBINS STREET CONWAY, AR 72032	PHONE: 501-327-7273 FAX: 501-327-6994 EMAIL: USWIREPAYMENTS@FASTENAL.COM	TRADE PAYABLE				\$38,576 USD

Fill in this information to identify the case and this filing:	
Debtor Name:	Natural Outcomes, LLC
United States Bankruptcy Court for the:	District of Delaware (State)
Case number (If known):	

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)*
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)*
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)*
- ☐ *Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)*
- ☐ *Schedule H: Codebtors (Official Form 206H)*
- ☐ *Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*
- ☐ Amended Schedule
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ Other documents that require a declaration Combined Corporate Ownership Statement and List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

04 / 21 / 2023
MM / DD / YYYY

/s/ Shawn Turkington

Signature of individual signing on behalf of debtor

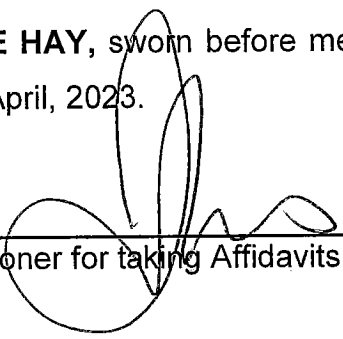
Shawn Turkington

Printed name

Authorized Signatory

Position or relationship to debtor

This is Exhibit "D" referred to in the Affidavit of **MICHÈLE HAY**, sworn before me at Vancouver, BC, this 26th day of April, 2023.



A Commissioner for taking Affidavits in British Columbia

CERTIFIED:

AS A TRUE COPY:

ATTEST:

UNA M. O'BOYLE

U. S. BANKRUPTCY COURT

Check if this is an
amended filing

By

Deputy Clerk

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware
(State)

Case number (if known):

Chapter 11

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's Name	<u>Structurlam Mass Timber U.S., Inc.</u>	
2. All other names debtor used in the last 8 years	<u>Structurlam</u>	
Include any assumed names, trade names, and <i>doing business as</i> names		
3. Debtor's federal Employer Identification Number (EIN)	<u>84-2896287</u>	
4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>2176 Government St</u>	
	Number Street	Number Street
	<u>Penticton, British Columbia V2A 8B5</u>	
	City State Zip Code	City State Zip Code
	<u>Canada</u>	
	County	Location of principal assets, if different from principal place of business
		<u>1800 Sturges Road</u>
		Number Street
		<u>Conway, Arkansas 72034</u>
		City State Zip Code
5. Debtor's website (URL)	<u>https://www.structurlam.com</u>	
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____	

Debtor Structurlam Mass Timber U.S., Inc.
Name

Case number (if known) _____

7. Describe debtor's business**A. Check One:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3212

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check One:**

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No
- ☐ Yes.

District _____	When _____	Case number _____
	MM/DD/YYYY	
District _____	When _____	Case number _____
	MM/DD/YYYY	

If more than 2 cases, attach a separate list.

Debtor Structurlam Mass Timber U.S., Inc.
Name

Case number (if known) _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐
- No
-
- ☒
- Yes.

See Schedule 1Relationship AffiliateDebtor
District DelawareWhen 04 / 21 / 2023
MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- ☒
- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
-
- ☐
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)**☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____**Where is the property?**

Number Street

City

State

Zip Code

Is the property insured?☐ No☐ Yes. Insurance
agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒
- Funds will be available for distribution to unsecured creditors.
-
- ☐
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors¹☐ 1-49☐ 1,000-5,000☐ 25,001-50,000☐ 50-99☐ 5,001-10,000☐ 50,001-100,000☐ 100-199☐ 10,001-25,000☐ More than 100,000☒ 200-999¹ Estimated number of creditors noted here is provided on a consolidated basis.

Debtor Structuram Mass Timber U.S., Inc.
Name

Case number (if known)

15. Estimated assets²

<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
<input type="checkbox"/> \$500,001-\$1 million	<input checked="" type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated liabilities³

<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
<input type="checkbox"/> \$500,001-\$1 million	<input checked="" type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 04 / 21 / 2023
MM/DD/YYYY

x /s/ Shawn Turkington
Signature of authorized representative of debtor

Shawn Turkington
Printed name

Title Authorized Signatory

18. Signature of attorney

x /s/ M. Blake Cleary
Signature of attorney for debtor

Date 04 / 21 / 2023
MM/DD/YYYY

M. Blake Cleary
Printed name

Potter Anderson & Corroon LLP
Firm name

1313 North Market Street, 6th Floor
Number Street

Wilmington
City

Delaware 19801
State ZIP Code

(302) 984-6000

bcleary@potteranderson.com
Email address

Contact phone

No. 3614

Delaware

Bar number

State

² Estimated number of assets and liabilities noted here are provided on a consolidated basis.

³ Estimated number of assets and liabilities noted here are provided on a consolidated basis.

Fill in this information to identify the case:	
United States Bankruptcy Court for the:	
District of Delaware (State)	
Case number (if known):	Chapter <u>11</u>

Schedule 1**Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code. The Debtors plan to file a motion with the Court requesting joint administration of these cases for procedural purposes only under the case number assigned to the chapter 11 case of **Structurlam Mass Timber U.S., Inc.**

Debtor	Employer/Business Identification Number	Jurisdiction
Structurlam Mass Timber U.S., Inc.	84-2896287	United States
Natural Outcomes, LLC	N/A	United States
Structurlam Mass Timber Corporation	98-1445050	Canada
SLP Holdings Ltd.	781693114 (Canada)	Canada

**SLP HOLDINGS LTD. ("SLP")
STRUCTURLAM MASS TIMBER CORPORATION ("SMTC")
STRUCTURLAM MASS TIMBER U.S., INC. ("SMTC-US")**

RE: Certified Minutes of the Meeting of the Boards of Directors of each of SLP, SMTC and SMTC-US (the "Boards") Held on April 16, 2023

The undersigned, Shawn Turkington, signing in my capacity as the Chief Financial Officer of each of SLP, SMTC and SMTC-US (each a "**Company**" and collectively, the "**Companies**") and not in my personal capacity, hereby certify for and on behalf of the Companies as follows:

1. I am duly authorized to deliver this Certificate;
2. Attached hereto as Schedule "A" is a certified true copy of the resolutions of the Boards of the Companies passed by the Boards at the meeting of the Boards held on April 16, 2023, which resolutions have been passed in accordance with applicable law and remain in full force and effective unamended as of the date hereof.

DATED at Vancouver, British Columbia the 18th day of April, 2023.

DocuSigned by:

Shawn Turkington

88FE79DD0804448...

Shawn Turkington, Chief Financial Officer
SLP Holdings Ltd.,
Structurlam Mass Timber Corporation and
Structurlam Mass Timber U.S., Inc.

SCHEDULE "A"

Resolutions of the Boards passed
at the Meeting of the Boards Held on April 16, 2023

"RESTRUCTURING TRANSACTION"

WHEREAS:

A. The Chairman advised the meeting as follows:

- (a) The respective Boards of each Company, together with management of the Companies, has reviewed and considered information presented by the financial and legal advisors of the Companies regarding the liabilities and liquidity situation of each of Company, the strategic alternatives available to such entities, and the effect of the foregoing on the Companies' business;
- (b) The Boards of each Company has had the opportunity to consult with management and the financial and legal advisors of the Companies and to fully consider each of the strategic alternatives available to the Companies;
- (c) The realizable value of the Companies' assets is not sufficient to satisfy all of their obligations and they will imminently be unable to meet their obligations as they come due, and they are, therefore, insolvent;
- (d) The Boards of each Company, having given due consideration to the matter is of the view that it is in the best interests of the Companies' various stakeholders that a formal insolvency proceeding be commenced to effect a financial restructuring which will involve a filing under the United States Code and a sale of the assets of the Companies (the "**Restructuring**");
- (e) In connection with the Restructuring, SMTC and SMTC-US as borrowers, and the Bank of Montreal as lender, wish to enter into an interim credit facility (the "**Debtor-in-Possession Loan Agreement**") in order to fund, among other things, the Restructuring; and
- (f) Under sections 147 and 149 of the Business Corporations Act (British Columbia), Hanz Gin has a disclosable interest in the Debtor-in-Possession Loan Agreement by virtue of being a Managing Director of Bank of Montreal and such he must abstain from voting on the approval of the Debtor-in-Possession Loan Agreement.

After discussion and having given due consideration to the matters, having reviewed all relevant documentation in connection with the business, assets, financial affairs and status of each of the Companies, and having consulted with the Companies' and the Board's advisors, upon motion duly made, seconded and carried unanimously, **IT WAS RESOLVED, WITH HANZ GIN ABSTAINING AS TO HIS INTEREST IN THE DEBTOR -IN-POSSESSION AGREEMENT, BY THE BOARD OF SLP, SMTC and SMTC-US THAT:**

CHAPTER 11 FILING

1. It is in the best interest of each of the Companies' and SMTC-US's wholly-owned subsidiary, Natural Outcomes (collectively, the "**Debtors**"), and their respective

stakeholders that the Debtors shall, and are hereby authorized to each file, or cause to be filed, a voluntary petition for relief under the provision of Chapter 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware (the "**Chapter 11 Proceedings**") and any other petition for relief or recognition or other order that may be desirable under applicable law in the United States.

2. The engagement of Alvarez & Marsal Canada Inc. as financial advisor to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
3. The engagement of Paul Hastings LLP as general bankruptcy counsel to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
4. The engagement of Potter Anderson & Corroon LLP as local bankruptcy counsel to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
5. The engagement of Stifel, Nicolaus & Company, Incorporated and Miller Buckfire & Co., LLC as investment banker to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.
6. The engagement of Kurtzman Carson Consultants LLC as notice and claims agent and administrative advisors to the Debtors in connection with the proposed Chapter 11 Proceedings is hereby authorized, ratified, and approved.

FOREIGN REPRESENTATIVE

7. It is in the best interest of each of the Debtors and their respective stakeholders that SLP shall, and is hereby authorized, ratified and approved, to act as Court-Appointed Foreign Representative, as such term is defined in Section 45(1) of the Companies' Creditors Arrangement Act (Canada) ("**CCAA**"), in relation to proposed Canadian proceedings under Part IV of the CCAA (the "**Canadian Proceedings**") and the Chapter 11 Proceedings for each of the Debtors.

CCAA RECOGNITION APPLICATION

8. It is in the best interest of each of the Companies and their respective stakeholders that SLP and SMTC shall, and are hereby authorized to file, or cause to be filed, an application for foreign recognition in the Canadian Proceedings of the Chapter 11 Proceedings and to seek such other insolvency or bankruptcy relief in Canada in respect of the Companies.
9. The engagement of Alvarez & Marsal Canada Inc. as court appointed Information Officer of SLP and SMTC in connection with the proposed Canadian Proceedings is hereby authorized, ratified, and approved.
10. The engagement of Gowling WLG (Canada) LLP as legal advisor of the Companies in connection with the proposed Canadian Proceedings is hereby authorized, ratified, and approved.

DEBTOR-IN-POSSESSION FINANCING

11. *The respective Boards of each of SMTC and SMTC-US determines that the Debtor-in-Possession Loan Agreement is in the best interest of SMTC and SMTC-US.*
12. *The terms and conditions of the Debtor-in-Possession Loan Agreement, in substantially the form as presented to the Board and the transactions contemplated thereby, are hereby approved, and any one director or officer of SMTC and SMTC-US, as applicable, is hereby authorized and directed in the name of and on behalf of SMTC and SMTC-US, as applicable, to execute and deliver the Debtor-in-Possession Loan Agreement with any additions, deletions or modifications as such director or officer in their sole discretion shall deem appropriate or advisable, execution as aforesaid to be conclusive evidence of this and their acceptance.*

FURTHER ACTIONS

Any one director or officer of each Company, be authorized to execute and deliver, whether under corporate seal or otherwise, all such other documents and instruments, and to do all such acts and things, as may be necessary or deemed desirable in their absolute discretion to give effect to the transactions contemplated in these minutes of meeting, and take or cause to be taken such other actions as they may, in their sole discretion, determine to be necessary or desirable to implement the resolutions and the matters authorized hereby, such determination to be conclusively evidenced by the execution and delivery of such instruments or documents and the taking or causing to be taken of any such actions."

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
STRUCTURLAM MASS TIMBER U.S., INC., <i>et al.</i> , ¹	)	Case No. 23-[____ (____)]
)	
Debtors.	)	(Joint Administration Requested)
)	

**COMBINED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY SECURITY HOLDERS PURSUANT TO
FED. R. BANKR. P. 1007(a)(1), 1007(a)(3), AND 7007.1**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, Structurlam Mass Timber U.S., Inc. and certain of its affiliates, who are or may be debtors and debtors in possession in the above-captioned cases (each a “Debtor” and collectively, the “Debtors”), hereby state as follows:

1. Debtor Structurlam Mass Timber U.S., Inc. is 100% owned by Debtor SLP Holdings Ltd. No non-Debtor publicly traded corporation owns more than 10% of Structurlam Mass Timber U.S., Inc.
2. Debtor Natural Outcomes, LLC is 100% owned by Debtor Structurlam Mass Timber U.S., Inc. No non-Debtor publicly traded corporation owns more than 10% of Natural Outcomes, LLC.
3. Debtor Structurlam Mass Timber Corporation is 100% owned by Debtor SLP Holdings Ltd. No non-Debtor publicly traded corporation owns more than 10% of Structurlam

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number or Canadian business number, as applicable, include: Structurlam Mass Timber U.S., Inc. (6287); Natural Outcomes, LLC (n/a); Structurlam Mass Timber Corporation (5050); and SLP Holdings Ltd. (3114). The location of the Debtors’ headquarters is: 2176 Government Street, Penticton, British Columbia, Canada V2A 8B5. The address of the registered agent for Structurlam Mass Timber U.S., Inc. is: 8 The Green, Suite A, Dover, Delaware 19901.

Mass Timber Corporation.

4. A list of Debtor SLP Holdings Ltd.'s equity interest holders owning more than 5%, their addresses, and the nature of their equity interests is attached hereto as **Exhibit 1**. The following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of SLP Holdings Ltd.'s equity interests:

Shareholder	Approximate Percentage of Shares Held of:
	Class A Preferred
Bentonville KF SLP Holdings LP	33.2%
KF Arc Holding LP c/o Kingfish Group, Inc	63.0%
	Class B Preferred
Bentonville KF SLP Holdings LP	34.6%
KF Arc Holding LP c/o Kingfish Group, Inc	65.5%
	Class C Preferred
KF Arc Holding LP c/o Kingfish Group, Inc	29.3%
Skydeck Holdings II LLC	21.0%
Wal-Mart International Holdings, Inc.	34.5%
	Common Stock
Hardy Wentzel	41.4%
Marlene Higgins	11.9%
Michael Darby	11.9%

EXHIBIT 1**LIST OF EQUITY SECURITY HOLDERS¹**

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held²
2022 Skydeck Holdings II LLC	Class C Preferred Series 1	1 S. Wacker Dr., Suite 1810, Chicago, IL 60606	0.9%
Andre Morf	Class A Preferred Series 5	12203 Saunders Crescent, Summerland, BC V0H 1Z0	0.1%
Andrew Kilduff	Common shares	1180 Wintergreen Cres., Kelowna, BC V1W 3V8	0.0%
Bank of Montreal D.B.A. BMO Capital Partners	Class C Preferred Series 2	525 8th Avenue SW 12th Floor, Calgary, AB T2P 1G1	1.7%
Bellevue Projects Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	2900 - 550 Burrard Street, Vancouver, BC V6C 0A3	1.1%
Bentonville KF SLP Holdings LP	Class A Preferred Series 5 Class B Preferred Series 1	<u>702 SW</u> 8th Street, MS #0215, Bentonville, AK 72716	27.1%
Blaine Peterson	Class A Preferred Series 5	4635 Sage Mesa Drive, Penticton, BC V2A 9A3	0.1%
Drifter Enterprises Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Emerson Khosa	Common shares	8845 176 Street, Surrey, BC V4N 6H9	0.0%
Hardy Wentzel	Class A Preferred Series 5 Common shares	16 - 4401 Westside Road N., Kelowna, BC V1Z 3P8	0.9%
John Kostaras	Common shares	4414 E. Campo Bello Drive, Phoenix, AZ 85032	0.0%
KF Arc Holding GP, LLC c/o Kingfish Group, Inc.	Class A Preferred Series 1 Class A Preferred Series 2 Class A Preferred Series 3 Class A Preferred Series 4	601 California Street, Suite 1250, San Francisco, CA 94108	0.0%

¹ This list serves as the disclosure required to be made by the debtor pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed are as of the date of commencement of these chapter 11 cases.

² These percentages are based of the total values from all classes of both preferred and common shares.

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
	Class A Preferred Series 5 Class A Preferred Series 6 Class B Preferred Series 1 Class C Preferred Series 1 Class C Preferred Series 2 Class C Preferred Series 3		
KF Arc Holding LP c/o Kingfish Group, Inc	Class A Preferred Series 1 Class A Preferred Series 2 Class A Preferred Series 3 Class A Preferred Series 4 Class A Preferred Series 5 Class B Preferred Series 1 Class C Preferred Series 1 Class C Preferred Series 2 Class C Preferred Series 3	601 California Street, Suite 1250, San Francisco, CA 94108	56.4%
Mackenzie Projects Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Marlene Higgins	Class A Preferred Series 6 Common shares	15 - 83 Peregrine Way, Vernon, BC V1H 1E9	0.2%
Michael Darby	Class A Preferred Series 5 Common shares	111 - 166 Power Street, Penticton, BC V2A 5W9	0.2%
Nampa Enterprises Ltd.	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.3%
Nicholas Sills	Common shares	400 Van Horne Str, Penticton, BC V2A 4K6	0.0%

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
Richard Guinn	Common shares	718 Meadowlark Way, North Wales, PA 19454	0.1%
Sanca Creek Holdings Limited	Class A Preferred Series 1 Class A Preferred Series 2	Suite 990 - 1040 West Georgia Street, Vancouver, BC V6E 4H1	0.2%
Sascha Jan Engel	Common shares	1086 Forestbrook Dr., Penticton, BC V2A 2G3	0.0%
Skydeck Holdings II LLC	Class C Preferred Series 2	1 S. Wacker Dr., Suite 1810, Chicago, IL 60606	3.6%
Stephen Tolnai	Common shares	2105 Thornber Street, Summerland, BC V0H 1Z9	0.1%
Terry Freeman	Common shares	13704 101A Avenue, Edmonton, AB T5N 0L1	0.0%
Thomas Quigley, Trustee of the Thomas G. Quigley Revocable Trust dated March 26, 1999	Common shares	123 South College Ave, Bloomington, IN 47404	0.1%
Tyler Harris	Common shares	8 - 3322 South Main St., Penticton, BC V2A 5J6	0.0%
Wal-Mart International Holdings, Inc.	Class C Preferred Series 1 Class C Preferred Series 2	<u>702 SW 8th Street</u> , Bentonville, AR 72758	5.9%

Fill in this information to identify the case:

Debtor name: Structuram Mass Timber U.S., Inc., et al.
 United States Bankruptcy Court for the District of Delaware
 Case number (if known):

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 WALMART, INC. LEGAL DEPARTMENT - CORPORATE DIVISION 702 S.W. 8TH ST. BENTONVILLE, AR 72716	LEGAL DEPARTMENT - CORPORATE DIVISION PHONE: 479-273-4000 EMAIL: RACHEL.BRAND@WALMART.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$34,000,000 USD
2 STILES MACHINERY INC. PATRICK MUNDWILER, KENT HARTMAN 3944 SOLUTIONS CENTER CHICAGO, IL 60677-3009	PATRICK MUNDWILER, KENT HARTMAN PHONE: 616-698-7500 EMAIL: DLOURENS@STILESMACHINERY.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,298,769 USD
3 STUART OLSEN CONSTRUCTION ASHLEY RANCOURT #300 - 13777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	ASHLEY RANCOURT PHONE: 604-271-4600	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,200,000 CAD
4 BIRD CONSTRUCTION MARC DA SILVA #300 - 13777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	MARC DA SILVA PHONE: 204-775-7141 X3351	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$670,000 CAD
5 MARCON METALFAB INC. 7156 BROWN STREET DELTA, BC V4G 1G8 CANADA	PHONE: 604-948-0977 FAX: 604-948-0978 EMAIL: ACCOUNTING@MARCONMETALFAB.COM	TRADE PAYABLE				\$597,867 CAD
6 SIMPSON STRONG TIE CANADA, LIMITED ARTHUR MNATSAKIAN 811-19055 AIRPORT WAY PITT MEADOWS, BC V3Y 0G4 CANADA	ARTHUR MNATSAKIAN EMAIL: REMITTANCEADVICES@STRONGTIE.COM	TRADE PAYABLE				\$407,106 CAD
7 DAY & ROSS 11470 131ST STREET SURREY, BC V3R 4S7 CANADA	PHONE: 506-375-4401 FAX: 506-375-4945 EMAIL: REMITTANCEDETAILS@DAYANDROSSINC.CA	TRADE PAYABLE				\$383,558 CAD
8 HEAVY TIMBER GROUP KRIS SPICKLER 4120 DOUGLAS BLVD #306-502 GRANITE BAY, CA 95745	KRIS SPICKLER PHONE: (916) 797-5588	TRADE PAYABLE				\$322,004 CAD
9 FOX'S TRANSPORT LTD. 8328 1ST STREET EDMONTON, AB T6P 1X2 CANADA	PHONE: 780-410-1960 EMAIL: EMAHAWAN@FOXSTRANSPORT.COM	TRADE PAYABLE				\$292,785 CAD
10 HENKEL CORPORATION 10 FINDERNE AVE BRIDGEWATER, NJ 08807	PHONE: 908-685-7000 EMAIL: HA.REMIT@US.HENKEL.COM	TRADE PAYABLE				\$183,100 USD
11 ROTHBLAAS USA INC WILLIAM BRODERICK 30 WALL ST, 8TH FLOOR NEW YORK, NY 10005	WILLIAM BRODERICK PHONE: 917-556-9077 EMAIL: USA@ROTHBLAAS.COM	TRADE PAYABLE				\$174,539 USD
12 ASPECT STRUCTURAL ENGINEERS CANADA LTD 101-190 WEST 3RD AVENUE VANCOUVER, BC V5Y 1E9 CANADA	PHONE: 604-388-9206 EMAIL: ACCOUNTS@ASPECTENGINEERS.COM	PROFESSIONAL SERVICES: ENGINEERING				\$207,297 CAD
13 WEYERHAEUSER NR COMPANY 200 OCCIDENTAL AVE S SEATTLE, WA 98104	PHONE: 206-539-4043 FAX: 253-828-2327 EMAIL: ACCTS.RECV@WY.COM	TRADE PAYABLE				\$123,697 USD
14 HENKEL CANADA CORPORATION C/O 912360 PO BOX 4090 STN A TORONTO, ON M5W 0E9 CANADA	EMAIL: HA.REMIT@US.HENKEL.COM	TRADE PAYABLE				\$163,220 CAD

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
15 HEXION CANADA INC C/O LBX V7444C/U BNS WHOLESALE LOCKBOX PO BOX 7444 STATION TERMINAL VANCOUVER, BC V6B 4E2 CANADA	PHONE: 469-749-8402 EMAIL: NORTHAMERICAAR@HEXION.COM	TRADE PAYABLE				\$142,307 CAD
16 CONTECH CONSTRUCTION LTD KITTY TAYLOR 150 - 12860 CLARKE PLACE RICHMOND, BC V6V2H1 CANADA	PHONE: 604-519-1711 EMAIL: ACCOUNTING@CONTECHCONSTRUCTIONLTD.COM	TRADE PAYABLE				\$125,208 CAD
17 WESTERN LUMBER COMPANY, LLC 2240 TOWER EAST SUITE 200 MEDFORD, OR 97504	PHONE: 541-779-5121 FAX: 541-779-0155 EMAIL: ACCOUNTING@WESTERNLUMBER.COM	TRADE PAYABLE				\$112,148 CAD
18 OWENS CORNING CANADA LP C/O T10275 PO BOX 4918 STN A TORONTO, ON M5W 0C9 CANADA	EMAIL: CASHAPPTTEAM@OWENSCORNING.COM	TRADE PAYABLE				\$95,059 CAD
19 NEW WEST INSTALLATIONS LTD 630 BEAVER LAKE ROAD KELOWNA, BC V4V 1S7 CANADA	PHONE: 250-766-2271 FAX: 250-766-2171 EMAIL: DENISEH@NEWWESTIND.COM	TRADE PAYABLE				\$82,973 CAD
20 BDO CANADA LLP (KELOWNA BRANCH) 400 - 1631 DICKSON AVENUE KELOWNA, BC V1Y 0B5 CANADA	PHONE: 250-763-6700 EMAIL: EFTPAYMENTS@BDO.CA	PROFESSIONAL SERVICES: AUDITOR				\$77,115 CAD
21 MONASHEE MANUFACTURING CORPORATION LTD GRANT VANDERMYE 1247 ELLIS STREET KELOWNA, BC V1Y 1Z6 CANADA	GRANT VANDERMYE PHONE: 250-762-2646 EMAIL: L.ZHANG@MONASHEEMFG.COM; GRANT.VAN@MONASHEEMFG.COM	TRADE PAYABLE				\$76,512 CAD
22 TIMBER ENGINEERING INC. MARTA MAJ 3637 WEST 6TH AVE VANCOUVER, BC V6R 1T6 CANADA	MARTA MAJ PHONE: 604-839-0214 FAX: 604-679-7832 EMAIL: MARTA.MAJ@TIMBERENGINEERING.CA	PROFESSIONAL SERVICES: ENGINEERING				\$73,143 CAD
23 TICOMTEC USA, INC MIKHAIL GERSHFELD 500 S. JEFFERSON, ST. PLACENTIA, CA 92870	MIKHAIL GERSHFELD PHONE: 714-936-4563 EMAIL: MIKHAIL.GERSHFELD@GMAIL.COM	PROFESSIONAL SERVICES: ENGINEERING				\$71,908 CAD
24 WOODPECKER EUROPEAN TIMBER FRAMING & WOODWORKS LTD #5 - 5 COUGAR MOUNTAIN CRESCENT EXSHAW, AB T0L 2C1 CANADA	PHONE: 403-673-3333 EMAIL: OFFICE@EUROPEANTIMBERFRAMING.COM	TRADE PAYABLE				\$68,296 CAD
25 BROADHEAD OPERATING DBA. HMH AGENCY DBA HMH AGENCY 411 WASHINGTON AVE N STE 500 MINNEAPOLIS, MN 55401	PHONE: 503-295-1922 EMAIL: ACCOUNTING@BROADHEADCO.COM	PROFESSIONAL SERVICES: PUBLIC RELATIONS				\$63,376 CAD
26 SWAYBACK HOLDINGS LTD. 402 WARREN AVENUE EAST PENTICTON, BC V2A 3M2 CANADA	PHONE: 250-493-7972 EMAIL: BMEHRER@GREYBACK.COM	LEASE				\$60,827 CAD
27 CAL-TEX LUMBER CO 2912 RAYBURN DR NACOGDOCHES, TX 75963-1010	PHONE: 936-564-6426 FAX: 936-5460-3888 EMAIL: CHASER@CALTEXLBR.COM	TRADE PAYABLE				\$42,494 USD
28 MTC SOLUTIONS UNIT 105 - 12941 115TH STREET SURREY, BC V3R 0E2 CANADA	PHONE: 866-899-4090 EMAIL: ACCOUNTING@MTC SOLUTIONS.COM	TRADE PAYABLE				\$57,340 CAD
29 WILLIAMS SCOTSMAN, INC PO BOX 91975 CHICAGO, IL 60693-1975	PHONE: 410-931-6000 EMAIL: CASHIWS@WILLSCOT.COM	LEASE				\$40,885 USD
30 FASTENAL COMPANY 650 E ROBINS STREET CONWAY, AR 72032	PHONE: 501-327-7273 FAX: 501-327-6994 EMAIL: USWIREPAYMENTS@FASTENAL.COM	TRADE PAYABLE				\$38,576 USD

Fill in this information to identify the case and this filing:	
Debtor Name:	Structurlam Mass Timber U.S., Inc.
United States Bankruptcy Court for the:	District of Delaware (State)
Case number (if known):	

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)*
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)*
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)*
- ☐ *Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)*
- ☐ *Schedule H: Codebtors (Official Form 206H)*
- ☐ *Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*
- ☐ Amended Schedule
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ Other documents that require a declaration Combined Corporate Ownership Statement and List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

04 / 21 / 2023
MM/ DD/YYYY

X/s/ Shawn Turkington

Signature of individual signing on behalf of debtor

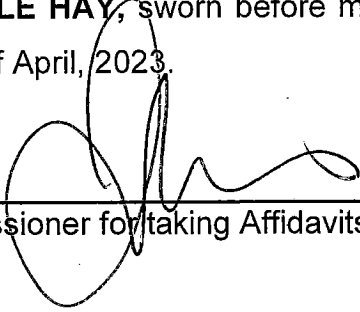
Shawn Turkington

Printed name

Authorized Signatory

Position or relationship to debtor

This is Exhibit "E" referred to in the Affidavit of **MICHÈLE HAY**, sworn before me at Vancouver, BC, this 26th day of April, 2023.



A Commissioner for taking Affidavits in British Columbia

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
STRUCTURLAM MASS TIMBER U.S., INC., <i>et al.</i> , ¹	)	Case No. 23-10497 (CTG)
Debtors.	)	(Jointly Administered)
	)	Re: Docket No. 12

**ORDER (I) AUTHORIZING SLP HOLDINGS LTD.
TO ACT AS FOREIGN REPRESENTATIVE AND (II) GRANTING RELATED RELIEF**

Upon the motion (the "Motion")² of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order"): (a) authorizing SLP Holdings Ltd. ("SLP") to act as foreign representative on behalf of the Debtors' estates (the "Foreign Representative") in the Canadian Proceeding; and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and that this Court having the power to enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number or Canadian business number, as applicable, include: Structurlam Mass Timber U.S., Inc. (6287); Natural Outcomes, LLC (n/a); Structurlam Mass Timber Corporation (5050); and SLP Holdings Ltd. (3114). The location of the Debtors' headquarters is: 2176 Government Street, Penticton, British Columbia, Canada V2A 8B5. The address of the registered agent for Structurlam Mass Timber U.S., Inc. is: 8 The Green, Suite A, Dover, Delaware 19901.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

CERTIFIED
 AS A TRUE COPY:
 ATTEST:

JANA M. O'BOYLE
 U.S. BANKRUPTCY COURT

Deputy Clerk 4/26/2023

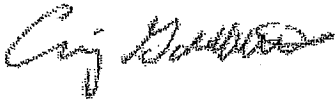
#32

reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted.
2. Debtor SLP is hereby authorized to: (a) act as the Foreign Representative of the Debtors; (b) seek recognition of these Chapter 11 Cases in the Canadian Proceeding; (c) request that the Canadian Court lend assistance to this Court in protecting the property of the estates; and (d) seek any other appropriate relief from the Canadian Court that SLP deems just and proper in the furtherance of the protection of the Debtors' estates.
3. This Court requests the aid and assistance of the Canadian Court to recognize these Chapter 11 Cases as a "foreign main proceeding" or "foreign non-main proceeding," as applicable, and SLP as a "foreign representative" pursuant to the CCAA, and to recognize and give full force and effect in all provinces and territories of Canada to this Order.
4. The Debtors are authorized to pay the costs of the Information Officer and its counsel, consistent with any orders of the Canadian Court.
5. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

6. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: April 26th, 2023
Wilmington, Delaware


CRAIG T. GOLDBLATT
UNITED STATES BANKRUPTCY JUDGE

No. _____
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

AND

IN THE MATTER OF SLP HOLDINGS LTD, STRUCTURLAM MASS
TIMBER CORPORATION, STRUCTURLAM MASS TIMBER U.S., INC.,
NATURAL OUTCOMES, LLC

APPLICATION OF SLP HOLDINGS LTD. UNDER SECTION 46 OF THE
COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS
AMENDED

PETITIONER

AFFIDAVIT

GOWLING (WLG) CANADA LLP
Suite 2300
550 Burrard Street
Vancouver, BC V6C 2B5
Tel. 604.683-6498 Fax 604.683.3558

Attention : Jonathan B. Ross

File No. V56936/JR