

Affidavit of Michèle #1 sworn April 26, 2023

S 2 3 3 2 0 9

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.

MICHELE HAY

JONATHAN B. ROSS

GOWLING WLG (CANADA) LLP

BARRISTER & SOLICITOR

550 BURRARD 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

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-ill in this information to identify t	he case:	CERTIFIED: AS A TRUE COPY:
United States Bankruptcy Court for t	he:	ATTEST:
	ct of Delaware	UNA M. O'BOYLE
Case number (if known):	(State) Chapter11	By Sunga Maco
		Deputy Clerk
Official Form 201		4-35-2023
	or Non-Individuals Filing fo	r Bankruptcy 00
more space is needed, attach a	senarate sheet to this form. On the top of any	additional pages, write the debtor's name and the case
umber (if known). For more info	ormation, a separate document, <i>Instructions fo</i>	r Bankruptcy Forms for Non-Individuals, is available.
. Debtor's Name	SLP Holdings Ltd.	
. All other names debtor used	N/A	
in the last 8 years		
Include any assumed names,		
trade names, and doing business as names		
. Debtor's federal Employer Identification Number (EIN)	781692512 (Canada)	
l. Debtor's address	Principal place of business	Mailing address, if different from principal plot of business
	2176 Government St Number Street	Number Street
	Number Street	Namber Cases
	Penticton, British Columbia V2A 8B5	City State Zip Coo
	City State Zip Code	•
		Location of principal assets, if different fron principal place of business
	Canada	
	County	Number Street
		City State Zip Co
		City State Zip Co
5. Debtor's website (URL)	https://www.structurlam.com	
6. Type of debtor	☐ Corporation (including Limited Liability Co	mpany (LLC) and Limited Liability Partnership (LLP))
6. Type of debtor	☐ Partnership (excluding LLP)	
	☐ Other, Specify:	

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Debtor SLP Holdings Ltd.	
Name	
	A. Check One:
7. Describe debtor's business	☐ 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	Check One:
Bankruptcy Code is the debtor filing?	☐ Chapter 7
debtor ming i	☐ Chapter 9
	☑ Chapter 11. Check all that apply:
A debtor who is a "small busined debtor" must check the first sub- debtor as defined in § 1182(1) v elects to proceed under subcha	box. A sheet, statement of operations, cash-flow statement, and federal income tax return or if
of chapter 11 (whether or not the debtor is a "small business debt must check the second sub-box	The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent or") liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000,
	☐ 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 MM/DD/YYYY
If more than 2 cases, attach a separate list.	

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Debtor SLP Holdings Ltd.		<u> </u>	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. Debtor	See Schedule Delaware	1	Relationship - When	Affiliate
List all cases. If more than 1,				_	MM / DD / YYYY
attach a separate list.	Case n	umber, if known _			
11. Why is the case filed in <i>this</i> district?	immediately pr district.	d its domicile, prin eceding the date	cipal place of business, or proof this petition or for a longer	part of such 180	days than in any other
	✓ A bankruptcy o	case concerning o	ebtor's affiliate, general partr	er, or partite strip	
12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?	needed.		perty that needs immediate a		
	☐ It po safe		to pose a threat of imminent a	and identifiable ha	zard to public health or
	Wha	at is the hazard?			
	☐ It ne	eds to be physica	ally secured or protected from	the weather.	
	atte	cludes perishable ntion (for example ets or other option	goods or assets that could q e, livestock, seasonal goods, ns).	uickly deteriorate meat, dairy, prod	or lose value without uce, or securities-related
	□ Oth	er			
	Where is	s the property?	Number Street		
			City		ate Zip Code
	is the princed?	roperty			
	□ No				
	☐ Yes. agency	Insurance			
	agoney	Contact name			
		Phone			
Statistical and a	dministrative informa	ation			
13. Debtor's estimation of	Check one:				
available funds		vailable for distrib histrative expense	ution to unsecured creditors. s are paid, no funds will be a	vailable for distrib	ution to unsecured
14. Estimated number of creditors ¹	☐ 1-49 ☐ 50-99 ☐ 100-199 ☑ 200-999		1,000-5,000 5,001-10,000 10,001-25,000	□ 50,00	1-50,000 1-100,000 than 100,000

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

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Debtor SLP Holdings Lt	d			Case number (if know	n)		
15. Estimated assets ²		0-\$50,000 50,001-\$100,000 100,001-\$500,000		\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million		\$1,000,0 \$10,000,	,001-\$1 billion 00,001-\$10 billion 000,001-\$50 billion n \$50 billion
	□ \$ ———	500,001-\$1 million		\$100,000,001-\$500 million			11 \$50 \$111011
16. Estimated liabilities ³	□ \$ □ \$	0-\$50,000 50,001-\$100,000 100,001-\$500,000 500,001-\$1 million		\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million \$100,000,001-\$500 million		\$1,000,00 \$10,000,0	,001-\$1 billion 00,001-\$10 billion 000,001-\$50 billion n \$50 billion
Request for Re	lief, Declar	ation, and Signature	 :S				
WARNING - Bankruptcy fraud \$500,000 or impr	is a seriou isonment fo	s crime. Making a fal or up to 20 years, or b	se state oth. <u>18</u>	ment in connection with a bar U.S.C. <u>8</u> § 152, 1341, 1519,	nkruptcy o and <u>3571</u>	case can re	esult in fines up to
17. Declaration and signature authorized representative debtor	of petiti	on.		rdance with the chapter of title		ted States (Code, specified in this
deptor				petition on behalf of the debte			
		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 perju	ıry that t	the foregoing is true and corre	ect.		
	Exec	outed on 04 / 21 MM/ DD					
	×	/s/ Shawn Turkingto	on ed repr		Shawn Tu Printed na	urkington ame	
	Title	Authorized Si	gnatory				
18. Signature of attorney	*	/s/ M. Blake Cleary			Date	04 / 21 / 20)23
, o, e, g	•	Signature of attorne		btor	_	MM/DD/YY	
		M. Blake Cleary					
		Printed name	.				
		Potter Anderson & C Firm name	orroon	LLP			
		1313 North Market	Street,	6th Floor			
		Number	Street				
		Wilmington				laware_	19801 ZIP Code
		City			Sta	ate	ZIP Code
		(302) 984-6000		· · · · ·			eranderson.com
		Contact phone				nail address	3
		No. 3614		Delaware			
		Bar number		Sta	are.		

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

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

Fill in this informa	tion to identify the case:		
United States Bank	ruptcy Court for the:		
	District of Delaware		
Case number (if known):	(State)	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 "<u>Debtors</u>") 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/Buisiness 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

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 "Debtorin-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 Stated 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.
- 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.
- 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.
- 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., et al.,1) Case No. 23-[()]
) (Joint Administration Requested)
Debtors.))

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 "<u>Debtor</u>" and collectively, the "<u>Debtors</u>"), hereby state as follows:

- 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.
- 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

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 Held ²
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	702 SW 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%

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.

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		
	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	56.4%
KF Arc Holding LP	Class A Preferred		
c/o Kingfish Group,	Series 5		
Inc	Class B Preferred		
	Series 1	'	
	Class C Preferred		
	Series 1		
	Class C Preferred		
	Series 2		
	Class C Preferred		
	Series 3		
	Class A Preferred		
Mackenzie Projects	Series 1	Suite 990 - 1040 West Georgia	0.20/
Ltd.	Class A Preferred	Street, Vancouver, BC V6E 4H1	0.3%
Lity.	Series 2		
	Class A Preferred		
Marlene Higgins	Series 6	15 - 83 Peregrine Way, Vernon, BC	0.2%
Wattene Higgins	Common shares	V1H 1E9	
	Class A Preferred		
Michael Darby	Series 5	111 - 166 Power Street, Penticton,	0.2%
	Common shares	BC V2A 5W9	
	Class A Preferred		
Nampa Enterprises	Series 1	Suite 990 - 1040 West Georgia	
Nampa Enterprises Ltd.	Class A Preferred		0.3%
Liu.	Series 2		
		400 Van Horne Str, Penticton, BC	
Nicholas Sills	Common shares	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	702 SW 8th Street, Bentonville, AR 72758	5.9%

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Fill in this information to identify the case:	
Deblor name: Structuriam Mass Timber U.S., Inc., et al.	
United States Bankruptcy Court for the District of Delaware	Check if this is an
Case number (If known):	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 filled 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.

	g address; including zip code	address; including zip code amail address of creditor (f contact p		Indicate If claim is: contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, till in only unsecured claim amount, if risim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
			government contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
12	NALMART, INC. LEGAL DEPARTMENT - CORPORATE DIVISION 702 S.W. 8TH ST. BENTONVILLE, AR 72716	LEGAL DEPARTMENT - CORPORATE DIVISION PHONE: 479-273-4000 EMAIL: RACHELBRAND@WALMART.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED	The same and a first little of		\$34,000,000 USD
, C.	STILES MACHINERY INC. PATRICK MUNDWILER, KENT HARTMAN 3944 SOLUTIONS CENTER CHICAGO, IL 60677-3009	PATRICK MUNDWILER, KENT HARTMAN PHONE: 618-698-7500 EMAIL: DLOURENS@STILESMACHINERY.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,298,769 USD
Audiocolor, or research	STUART OLSEN CONSTRUCTION ASHLEY RANCOURT #330 - 13777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	ASHLEY RANCOURT PHONE: 804-271-4600	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,200,000 CAD
, and a second	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
	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	Control of the Contro			\$597,667 CAD
	SIMPSON STRONG TIE CANADA, LIMITED ARTHUR MNATSAKANIAN 811-19055 AIRPORT WAY PITT MEADOWS, BC V3Y 0G4 CANADA	ARTHUR MNATSAKANIAN EMAIL: REMITTANCEADVICES@STRONGTIE.COM	TRADE PAYABLE	AND CONTRACT OF THE PARTY OF TH			\$407,106 CAD
7	DAY & ROSS 11470 1318T STREET SURREY, BC V3R 4S7 CANADA	PHONE: 506-375-4401 FAX: 506-375-4945 EMAIL: REMITANCEDETAILS@DAYANDROSSINC.CA	TRADE PAYABLE	AND THE PROPERTY AND TH			\$383,558 CAD
3	HEAVY TIMBER GROUP KRIS SPICKLER 4120 DOUGLAS BLVD #306-502 GRANITE BAY, CA 95745	KRIS SPICKLER PHONE: (916) 797-5588	TRADE PAYABLE		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		\$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	April 100 miles and 100 miles	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2		\$183,100 USD
11	ROTHO BLAAS USA INC WILLIAM BRODERICK 30 WALL ST, 8TH FLOOR NEW YORK, NY 10005	WILLIAM BRODERICK PHONE: 917-556-9077 EMAIL: USA@ROTHOBLAAS.COM	TRADE PAYABLE	A CONTRACTOR OF THE CONTRACTOR			\$174,539 USD
12	ASPECT STRUCTURAL ENGINEERS CANADA LTD 101-190 WEST 3RD AVENUE VANCOUVER, BC VSY 1E9 CANADA	PHONE: 604-389-9296 EMAIL: ACCOUNTS@ASPECTENGINEERS.COM	PROFESSIONAL SERVICES: ENGINEERING	N TO DO DO THE COLOR OF THE COL			\$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 4990 STN A TORONTO, ON M5W 0E9 CANADA	EMAIL: HA.REMIT@US.HENKEL.COM	TRADE PAYABLE	P. (1)			\$163,220 GAD

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	ng address, including zip code 6	ontact	debis, bank loans, professional	claim is contingent, unliquidated, or disputed	If the daim is fully us claim amount. If dai total claim amount a collateral or seloff to	n is partially secu nd deduction for v	ed, fill in alue of
			government contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
),m,\maxee	HEXION CANADA INC C/O LBX V7444C/U BNS WHOLESALE LOCKBOX PO BOX 7444 STATION TERMINAL VANCOUVER, BC V6B 4E2 CANADA		TRADE PAYABLE				\$142,307 CAD
	KITTY TAYLOR 150 - 12860 CLARKE PLACE RICHMOND, BC V6V2H1	KITTY TAYLOR PHONE: 604-519-1711 EMAIL: ACCOUNTING@CONTECHCONSTRUCTIONLTD.CO M	TRADE PAYABLE				\$125,208 CAD
	WESTERN LUMBER COMPANY, LLC 2240 TOWER EAST SUITE 200	PHONE: 541-779-5121 FAX: 541-779-0155 EMAIL: ACCOUNTING@WESTERNLUMBER.COM	TRADE PAYABLE	Noncontrol of the second of th			\$112,148 CAD
В	OWENS CORNING CANADA LP C/O T10275 PO BOX 4918 STN A TORONTO, ON M5W 0C9 CANADA	EMAIL: CASHAPPTEAM@OWENSCORNING.COM	TRADE PAYABLE	11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			\$95,059 CAD
9	KELOWNA, BC V4V 1S7	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 085 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 126 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 SERVICDE: ENGINEERING		ene de managarina de la ciri. Adicipio de Companyo de		\$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	A CONTRACTOR OF THE CONTRACTOR			\$71,908 CAD
24	WOODPECKER EUROPEAN TIMBER FRAMING & WOODWORKS LTD #5-5 COUGAR MOUNTAIN CRESCENT EXSHAW, AB TOL 2C1 CANADA	PHONE: 403-673-3333 EMAIL: OFFICE@EUROPEANTIMBERFRAMING.COM	TRADE PAYABLE	CONTRACTOR IN CO	***************************************		\$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: PUBLI RELATIONS	C C			\$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
26	B MTC SOLUTIONS UNIT 106 - 12941 115TH STREET SURREY, BC V3R 0E2 CANADA	PHONE: 866-899-4090 EMAIL: ACCOUNTING@MTCSOLUTIONS.COM	TRADE PAYABLE				\$57,340 CAD
29	9 WILLIAMS SCOTSMAN, INC PO BOX 91975 CHICAGO, IL 60693-1975	PHONE: 410-931-6000 EMAIL: CASHWS@WILLSCOT.COM	LEASE	N MATTER STATE OF THE STATE OF	111111111111111111111111111111111111111		\$40,885 USD
31	0 FASTENAL COMPANY 650 E ROBINS STREET CONWAY, AR 72032	PHONE: 501-327-7273 FAX: 501-327-6994 EMAIL: USWIRCPAYMENTS@FASTENAL.COM	TRADE PAYABLE	and the second s			\$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 <u>Combined Corporate Ownership Statement and List of Equity Security Holders</u>

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

Executed on

04 / 21 / 2023	🗴 /s/ Shawn Turkington
MM/ DD/YYYY	Signature of individual signing on behalf of debtor
	Shawn Turkington
	Printed name
	Authorized Signatory
	Position or relationship to debtor

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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

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Fill	in this information to identify t	he case:		IFIED:			
Unit	ted States Bankruptcy Court for t	he:	AS A TRUE COPY:				
	Distric	t of Delaware	er Silve	, ATTES	-	<u>.</u>	
Cas	se number (if known):	(State) Chapter 11		U.S.	JNA M. O'B SANKRUPT	CA COQL O∆!Œpeck	c if this is an canded filing
_			Ву	Slen	Deputy CI	lac	=25-2
	ficial Form 201 Juntary Petition f	or Non-Individuals Filing	for Ban	kruptev		9	06/22
£	sere appeals peopled attach a	separate sheet to this form. On the top of rmation, a separate document, Instruction	any additiona	al pages, writ	e the debtor's	name and	the case
			o for Burmiup	nay i onno io		. ,	
1.	Debtor's Name	Structurlarn Mass Timber Corporation					
2.	All other names debtor used in the last 8 years	SLP Operations LTD; Structurlam			. <u>.</u> 		
	Include any assumed names, trade names, and doing business as names						
3.	Debtor's federal Employer Identification Number (EIN)	98-1445050					
4.	Debtor's address	Principal place of business		Mailing add of business	lress, if differe s	nt from pri	ncipal place
		2176 Government St					
		Number Street		Number	Street		
		Penticton, British Columbia V2A 8B5					
		City State Zip Code		City		State	Zip Code
					f principal ass lace of busine		rent from
		Canada County		Number	Street		
				City		State	Zip Code
 5.	Debtor's website (URL)	https://www.structurlam.com					
		☑ Corporation (including Limited Liability)	Company (LL	C) and Limiter	1 Liability Parto	ership (III P	<u> </u>
6.	Type of debtor	•	Company (LL	o, and Emile	a clability i aith	CIOINP (LLE	,,
		☐ Partnership (excluding LLP)					
		☐ Other. Specify:					

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ebt		mber Corpor	ration Case number (if known)
_	Name		
	Describe debtor's business	A. Check (One:
•	Describe deptor a pusiness	☐ Health (Care Business (as defined in 11 U.S.C. § 101(27A))
		☐ Single A	Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
		☐ Railroad	d (as defined in <u>11 U.S.C. § 101(44))</u>
		☐ Stockbr	roker (as defined in <u>11 U.S.C. § 101(53A))</u>
		☐ Commo	odity Broker (as defined in 11 U.S.C. § 101(6))
		☐ Clearing	g Bank (as defined in <u>11 U.S.C. § 781(3))</u>
		⊠ None of	f the above
		B. Check	all that apply:
		☐ Tax-exe	empt entity (as described in <u>26 U.S.C. § 501</u>)
		☐ Investm <u> </u>	nent company, including hedge fund or pooled investment vehicle (as defined in <u>15 U.S.C.</u> <u>3</u>)
		☐ Investr	nent advisor (as defined in <u>15 U.S.C. § 80b-2(a)(11))</u>
		C. NAICS http://v	6 (North American Industry Classification System) 4-digit code that best describes debtor. See https://www.uscourts.gov/four-digit-national-association-naics-codes .
		<u>3212</u>	
В.	Under which chapter of the Bankruptcy Code is the	Check One	
	debtor filing?	☐ Chapte	
		•	er 11. Check all that apply:
	A debtor who is a "small busines debtor" must check the first subdebtor as defined in § 1182(1) we lects to proceed under subchap of chapter 11 (whether or not the debtor is a "small business debtor must check the second sub-box.	oox, A ho ter V 's'')	 □ 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-Individual 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.
		☐ Chapt	er 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
	If more than 2 cases, attach a separate list.		IVIIVIJUJUJI I I I

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Debtor Structurlam Mass T	imber Corporation		Case number (if know	vn)	
10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? List all cases. If more than 1, attach a separate list.	□ No ☑ Yes. Debtor District Case nu	Delaware	1		Affiliate 04 / 21 / 2023 MM / DD / YYYY
<u> </u>	Check all that apply:		<u> </u>		
11. Why is the case filed in <i>this</i> district?	☐ Debtor has had	its domicile, princ	cipal place of business, or of this petition or for a long	principal assets in the ger part of such 180 o	nis district for 180 days days than in any other
		ase concerning d	ebtor's affiliate, general pa	artner, or partnership	is pending in this district.
12. Does the debtor own or have possession of any real property or personal property that needs	need e d.		erty that needs immediate		
immediate attention?		ses or is alleged t	pose a threat of immine		
		•		энциум	
	☐ It nee	eds to be physica	lly secured or protected fr	om the weather.	
	atter	ludes perishable ntion (for example nts or other option	goods or assets that coul , livestock, seasonal good s).	d quickly deteriorate ls, meat, dairy, produ	or lose value without uce, or securities-related
	☐ Othe	r		AMILIANIA CARLES AND	
	. Where is	the property?	Number Street		
			City	Sta	ate Zip Code
	is the pro insured?	operty			
	□ No □ Yes.	Insurance			
	agency	Contact name			
Statistical and ad	dministrative informa	tion			<u></u>
13. Debtor's estimation of	Check one:				
available funds	⊠ Funds will be averaged by Europe □ After any adminicreditors.	ailable for distribi	ation to unsecured credito s are paid, no funds will be	rs. e available for distrib	ution to unsecured
14. Estimated number of creditors ¹	□ 1-49 □ 50-99 □ 100-199 ⊠ 200-999		1,000-5,000 5,001-10,000 10,001-25,000	□ 50,00°	1-50,000 1-100,000 than 100,000

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

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Debtor Structurlam Mass	Timber	Corporation		Case number (if known)	
15. Estimated assets ²		\$0-\$50,000 \$50,001-\$100,000 \$100,001-\$500,000 \$500,001-\$1 million		\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million \$100,000,001-\$500 million		\$500,000,001-\$1 billion \$1,000,000,001-\$10 billion \$10,000,000,001-\$50 billion More than \$50 billion
16. Estimated liabilities³		\$0-\$50,000 \$50,001-\$100,000 \$100,001-\$500,000 \$500,001-\$1 million		\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million \$100,000,001-\$500 million		\$500,000,001-\$1 billion \$1,000,000,001-\$10 billion \$10,000,000,001-\$50 billion More than \$50 billion
Request for Relie	ef, Decla	ration, and Signature	s			
WARNING - Bankruptcy fraud is	s a serio	us crime. Making a fals for up to 20 years, or b	se state oth. <u>18</u>	ment in connection with a ban <u>U.S.C. §§ 152</u> , <u>1341</u> , <u>1519</u> , a	kruptcy on the structure of the structur	case can result in fines up to
17. Declaration and signature of authorized representative of debtor	f pet I ha I ha cor	tion. Ive been authorized to Ive examined the inforrect.	file this nation i	petition on behalf of the debto	r. onable b	ed States Code, specified in this elief that the information is true and
				the lotedoing is true and come	Ol.	
	ΕX	ecuted on 04 / 21 MM/ DD		,		
	×	/s/ Shawn Turkingto	on_ ed repr		hawn Tu rinted na	urkington me
	Tit	e <u>Authorized Si</u>	gnatory	·		
18. Signature of attorney	×	/s/ M. Blake Cleary Signature of attorne				04 / 21 / 2023 MM/DD/YYYY
		M. Blake Cleary Printed name Potter Anderson & C				
		1313 North Market Number	Street, Street	oth Floor		40004
		Wilmington			<u>De</u> Sta	aware 19801 Ite ZIP Code
		City			Oil	211 3000
		(302) 984-6000 Contact phone			_bcl	eary@potteranderson.com nail address

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

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):	(201818)	Chapter	

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 "<u>Debtors</u>") 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/Buisiness 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

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 Stated 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

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 "<u>Debtor</u>" 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

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 Held ²	
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 12203 Saunders Crescent.		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 Class A Preferred Series 1 Class A Preferred 4635 Sage Mesa Drive, Penticton,		27.1%	
Blaine Peterson			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	8845 176 Street, Surrey, BC V4N		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%	

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.

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			
	Class A Preferred			
	Series 1			
	Class A Preferred			
	Series 2			
	Class A Preferred			
	Series 3			
	Class A Preferred			
WE Are Helding I D	Series 4	,		
KF Arc Holding LP	Class A Preferred	601 California Street, Suite 1250,	56.4%	
c/o Kingfish Group, Inc	Series 5	San Francisco, CA 94108		
inc	Class B Preferred			
	Series 1			
	Class C Preferred	rred		
	Series 1			
	Class C Preferred	Preferred		
	Series 2			
	Class C Preferred			
	Series 3			
	Class A Preferred		0.3%	
Mackenzie Projects	Series 1	Suite 990 - 1040 West Georgia		
Ltd.	Class A Preferred	Street, Vancouver, BC V6E 4H1		
	Series 2		 	
	Class A Preferred	15 - 83 Peregrine Way, Vernon, BC	0.20/	
Marlene Higgins	Series 6	V1H 1E9	0.2%	
	Common shares		-	
	Class A Preferred	111 - 166 Power Street, Penticton,	0.20/	
Michael Darby	Series 5	BC V2A 5W9	0.2%	
	Common shares		-	
- ·	Class A Preferred	Grita 000 1040 Want Cassain		
Nampa Enterprises	Series 1	Suite 990 - 1040 West Georgia	0.3%	
Ltd.	Class A Preferred	Street, Vancouver, BC V6E 4H1		
	Series 2	400 Man Hama Stu Bantistan DC		
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, II 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	r 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	702 SW 8th Street, Bentonville, AR 72758	5.9%	

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Fill in this information to identify the case:	
Debtor name: Structuriam Mass Timber U.S., Inc., et al.	
United States Bankruptcy Court for the District of Delaware	Check if this is
Case number (If known):	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.

lame of greation and complete nailing address, including tip code		email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and	claim is contingent, unliquidated,	Amount of unsecured claim if the daim is fully unsecured, till in on claim amount, if traim is partially secu- total claim amount and deduction for vi- colletteral or set off to calculate unsecu-		ired, fill in value of
			government contracts)	or disputed	Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
un accionant non	WALMART, INC. LEGAL DEPARTMENT - CORPORATE DIVISION 702 S.W. 8TH ST. BENTONVILLE, AR 72716	LEGAL DEPARTMENT - CORPORATE DIVISION PHONE: 479-273-4000 EMAIL: RACHELBRAND@WALMART.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$34,000,000 USD
	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
eacondersonale(sel)e	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
	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
	MARCON METALFAB INC. 7156 BROWN STREET DELTA, BC V4G 1GB CANADA	PHONE: 604-948-0977 FAX: 604-948-0978 EMAIL: ACCOUNTING@MARCONMETALFAB.COM	TRADE PAYABLE	A CONTRACTOR OF THE CONTRACTOR			\$597,667 CAD
6	SIMPSON STRONG TIE CANADA, LIMITED ARTHUR MNATSAKANIAN 811-19055 AIRPORT WAY PITT MEADOWS, BC V3Y 0G4 CANADA	ARTHUR MNATSAKANIAN EMAIL: REMITTANCEADVICES@STRONGTIE.COM	TRADE PAYABLE	A CONTRACTOR CONTRACTO			\$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	- Commonweal Commonwea			\$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	CTYTY TO THE BUILD AND THE BUI		(1) (1) (1) (1) (1) (1) (1) (1) (1) (1)	\$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	A CANADA CONTRACTOR CO			\$292,785 CAD
1D	HENKEL CORPORATION 10 FINDERNE AVE BRIDGEWATER, NJ 08807	PHONE: 908-885-7000 EMAIL: HA.REMIT@US,HENKEL.COM	TRADE PAYABLE				\$183,100 USD
11	ROTHO BLAAS USA INC WILLIAM BRODERICK 30 WALL ST, 8TH FLOOR NEW YORK, NY 10005	WILLIAM BRODERICK PHONE: 917-856-9077 EMAIL: USA@ROTHOBLAAS.COM	TRADE PAYABLE	de la companya de la			\$174,539 USD
12	ASPECT STRUCTURAL ENGINEERS CANADA LTD 101-190 WEST 3RD AVENUE VANCOUVER, BC VSY 1E9 CANADA	PHONE: 604-389-9296 EMAIL: ACCOUNTS@ASPECTENGINEERS.COM	PROFESSIONAL SERVICES: ENGINEERING	And the second s			\$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	A 100			\$123,697 USD
14	HENKEL CANADA CORPORATION C/O 912360 PO BOX 4090 STN A TORONTO, ON M5W 0E9 CANADA	EMAIL: HAREMIT@US.HENKEL.COM	TRADE PAYABLE	A protection ALL DESIGNATION Conference Conf			\$163,220 GAD

Case 23-10499-CTG Doc 1 Filed 04/21/23 Page 16 of 17

	ng address, including zip code	ontact	debis, bank loans, professional	claim is contingent, unliquidated, or disputed	If the claim is fully us claim amount. If clai total claim amount a collateral or setoff to	m is partially secu nd deduction for v calculate unsecu	red; filk in value of red clattri.
			contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
NAMES AND ADDRESS OF THE PERSONS ASSESSED.	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	·		A CONTRACTOR CONTRACTO	\$142,307 CAD
	KITTY TAYLOR 150 - 12860 CLARKE PLACE RICHMOND, BC V6V2H1	KITTY TAYLOR PHONE: 604-519-1711 EMAIL: ACCOUNTING@CONTECHCONSTRUCTIONLTD.CO M	TRADE PAYABLE				\$125,208 CAD
7	WESTERN LUMBER COMPANY, LLC 2240 TOWER EAST SUITE 200	PHONE: 541-779-5121 FAX: 541-779-0155 EMAIL: ACCOUNTING@WESTERNLUMBER.COM	TRADE PAYABLE	000000000000000000000000000000000000000			\$112,148 CAD
8	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
9	NEW WEST INSTALLATIONS LTD 630 BEAVER LAKE ROAD KELOWNA, BC V4V 187 CANADA	PHONE: 250-768-2271 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	- 1000 may			\$77,115 CAD
21	MONASHEE MANUFACTURING CORPORATION LTD GRANT VANDERMYE 1247 ELLIS STREET KELOWNA, BC V1Y 126 CANADA	GRANT VANDERMYE PHONE: 250-762-2646 EMAIL: LZHANG@MONASHEEMFG.COM; GRANT.VAN@MONASHEEMFG.COM	TRADE PAYABLE	The state of the s			\$76,512 CAD
22	TIMBER ENGINEERING INC. MARTA MAJ 3637 WEST 6TH AVE VANCOUVER, BC VGR 1T6 CANADA	MARTA MAJ PHONE: 604-839-0214 FAX: 604-679-7832 EMAIL: MARTA.MAJ@TIMBERENGINEERING.CA	PROFESSIONAL SERVICDE: ENGINEERING	and \$\frac{1}{2}\tau^{			\$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	00000000000000000000000000000000000000			\$71,908 CAD
24	WOODPECKER EUROPEAN TIMBER FRAMING (WOODWORKS LTD #5-5 COUGAR MOUNTAIN CRESCENT EXSHAW, AB TOL 2C1 CANADA	PHONE: 403-673-3333 EMAIL: OFFICE@EUROPEANTIMBERFRAMING.COM	TRADE PAYABLE	(CANA) AND CANADA CANAD	van en		\$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: PUBLI RELATIONS	OCCUPATION OF THE PROPERTY OF			\$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	A			\$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	mario-ranconomical			\$42,494 USD
28	MTC SOLUTIONS UNIT 106 - 12941 115TH STREET SURREY, BC V3R 0E2 CANADA	PHONE: 866-899-4090 EMAIL: ACCOUNTING@MTCSOLUTIONS.COM	TRADE PAYABLE		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		\$57,340 CAD
29	9 WILLIAMS SCOTSMAN, INC PO BOX 91975 CHICAGO, IL 60693-1975	PHONE: 410-931-6000 EMAIL: CASHWS@WILLSCOT.COM	LEASE	12.00			\$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	The control of the co			\$38,576 USD

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

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:

□ Schedu	le A/B: Assets-Real and Personal	al 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 <u>Combined Corporate Ownership Statement and List of Equity Security Holders</u>

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

Executed on

04 / 21 / 2023	✗/s/ Shawn Turkington
04 / 21 / 2023 MM/ DD/YYYY	Signature of individual signing on behalf of debtor
	Shawn Turkington
	Printed name
	Authorized Signatory
	Position or relationship to debtor

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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

Case 23-10498-CTG Doc 1 Filed 04/21/23 Page 1 of 18

ill in this information to identify t	ile case.	CERTIFIED:
Inited States Bankruptcy Court for t	he:	AS A TRUE COPY
Distric	t of Delaware	ATTEST: Check if this is
case number (if known):	(State) Chapter 11	UNA M. O'BOYLEmended fill U. S. BANKRUPTCY COURT
Official Form 201		By Singa Vace "Deputy Clerk
/oluntary Petition f	or Non-Individuals Filing fo	
more space is needed, attach a umber (if known). For more info	separate sheet to this form. On the top of an rmation, a separate document, <i>Instructions fo</i>	y additional pages, write the debtor's name and the case or Bankruptcy Forms for Non-Individuals, is available.
. Debtor's Name	Natural Outcomes, LLC	
. All other names debtor used in the last 8 years	N/A	
Include any assumed names, trade names, and doing business as names		
. Debtor's federal Employer Identification Number (EIN)	_N/A	
. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	2176 Government St	- Ottob
	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 business
	Canada	1800 Sturges Road
	County	Number Street
		Conway, Arkansas 72034
		City State Zip Cod
	https://www.structurlam.com	
5. Debtor's website (URL)		
	□ Corporation (including Limited Liability Co □ Corporation (including Liability Co □ Corporation	mpany (LLC) and Limited Liability Partnership (LLP))
5. Debtor's website (URL) 6. Type of debtor	☑ Corporation (including Limited Liability Co☐ Partnership (excluding LLP)	mpany (LLC) and Limited Liability Partnership (LLP))

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Deb		LLC			Case number (if known)
	Name				
-	D	Α.	Check On	е:	
7.	Describe debtor's business		Health Ca	re Busir	ness (as defined in <u>11 U.S.C. § 101(27A))</u>
	☐ Singl-		Single As	set Real	Estate (as defined in <u>11 U.S.C. § 101(51B))</u>
		☐ Railroad (as defined in 11 U.S.C. § 101(44))		as defin	ned in <u>11 U.S.C. § 101(44))</u>
			 □ 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)) 		lefined in 11 U.S.C. § 101(53A))
					er (as defined in <u>11 U.S.C. § 101(6))</u>
					s defined in 11 U.S.C. § 781(3))
		×	None of t	he abov	e
		В,	Check all	that ap	ply:
			Tax-exen	npt entit	y (as described in <u>26 U.S.C. § 501</u>)
			Investme § 80a-3)	nt comp	pany, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C.
			Investme	nt advis	or (as defined in 15 U.S.C. § 80b-2(a)(11))
		C.	NAICS (http://ww	North A	merican Industry Classification System) 4-digit code that best describes debtor. See urts.gov/four-digit-national-association-naics-codes.
			<u>3212</u>		
8.	Under which chapter of the	Cł	eck One:		
	Bankruptcy Code is the debtor filing?		Chapter	7	
	woods, thing,		Chapter	9	
		\boxtimes	Chapter	11. Che	eck all that apply:
	A debtor who is a "small business debtor" must check the first sub-box. debtor as defined in § 1182(1) who elects to proceed under subchapter			6 6	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).
	of chapter 11 (whether or not the debtor is a "small business debt must check the second sub-box	or")		i a a f	The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent iquidated 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.
	·		Chapte	12	
9.	. Were prior bankruptcy cases filed by or against the debtor within the last 8		No Yes.	Distric	MM/DD/YYYY
if more than 2 cases, attach a					
	separate list.				

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Debtor Natural Outcomes,	Case number (if known)					
Name						
10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? List all cases. If more than 1, attach a separate list.	☐ No ☑ Yes. See Sched Debtor District Delaware Case number, if know	dule 1	Relationship When	Affiliate 04 / 21 / 2023 MM / DD / YYYY		
<u> </u>						
11. Why is the case filed in this district?	immediately preceding the d district.	principal place of business, or prinate of this petition or for a longer p	oart of such 180 o	days than in any other		
		ng debtor's affiliate, general partne	er, 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?	needed.	property that needs immediate att				
illillediate attention:	•	☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or				
	What is the hazar	d?				
	☐ It needs to be phy	sically secured or protected from	the weather.			
	☐ It includes perisha attention (for exal assets or other o	able goods or assets that could quimple, livestock, seasonal goods, rotions).	nickly deteriorate neat, dairy, produ	or lose value without ice, or securities-related		
	□ Other					
	Where is the property	y?Number Street				
		City	Sta			
	Is the property insured?					
	☐ No ☐ Yes. Insurance agency					
	Contact nar	me				
	THOR			-		
Statistical and a	dministrative information					
13. Debtor's estimation of	Check one:					
available funds	☑ Funds will be available for dis ☐ After any administrative expecreditors.	stribution to unsecured creditors. nses are paid, no funds will be av	ailable for distribu	ution to unsecured		
14. Estimated number of creditors ¹	□ 50-99 L	1,000-5,000 5,001-10,000 10,001-25,000	□ 50,001	-50,000 -100,000 han 100,000		

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

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Debtor Natural Outcome	es IIC	Case num	ber (if known)
Name Name	V-0,		
15. Estimated assets ²	□ \$0-\$50,000 □ \$50,001-\$100,000 □ \$100,001-\$500,000 □ \$500,001-\$1 millio		million ☐ \$1,000,000,001-\$10 billion D million ☐ \$10,000,000,001-\$50 billion
16. Estimated liabilities ³	\$0-\$50,000 \$50,001-\$100,000 \$100,001-\$500,000 \$500,001-\$1 millio	and the second s	million ☐ \$1,000,000,001-\$10 billion ☐ \$10,000,000,001-\$50 billion
Request for Re	lief, Declaration, and Signa	tures	
WARNING – Bankruptcy fraud \$500,000 or impr	risonment for up to 20 years,	or both. <u>18 U.S.C. §§ 152</u> , <u>134</u>	
17. Declaration and signature authorized representative debtor	of petition.		pter of title 11, United States Code, specified in this
2000		I to file this petition on behalf on the state of the first this petition and h	ar the debtor. Pave a reasonable belief that the information is true and
	l declare under penalty of p	erjury that the foregoing is true	e and correct.
		21 / 2023 DD / YYYY	
	/s/ Shawn Turki Signature of auth	ngton orized representative of debtor	Shawn Turkington Printed name
	Title <u>Authorize</u>	d Signatory	
18. Signature of attorney	/s/ M. Blake Cle Signature of atto		Date 04 / 21 / 2023 MM/DD/YYYY
	M. Blake Cleary Printed name		
	Potter Anderson Firm name	& Corroon LLP	
	1313 North Mar Number	ket Street, 6th Floor Street	
	Wilmington City		Delaware 19801 State ZIP Code
	(302) 984-6000		bcleary@potteranderson.com
	Contact phone No. 3614		Email address Delaware
٠	Bar number		State

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

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

Fill in this information	on to identify the case:				
United States Bankru	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 "<u>Debtors</u>") 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/Buisiness 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;

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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.

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

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., et al., 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 "<u>Debtor</u>" and collectively, the "<u>Debtors</u>"), hereby state as follows:

- 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

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 HOLDERS

1

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
2022 Skydeck Holdings II LLC	Class C Preferred Series 1		
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	702 SW 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%

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.

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		
	Class A Preferred		
	Series 1		
	Class A Preferred		
	Series 2		
	Class A Preferred		
	Series 3	•	
	Class A Preferred		
KF Arc Holding LP	Series 4	601 California Street, Suite 1250,	56.4%
c/o Kingfish Group,	Class A Preferred		
Inc	Series 5	San Francisco, CA 94108	
	Class B Preferred		
	Series 1		
	Class C Preferred		
	Series 1 Class C Preferred		
	Series 2		
	Class C Preferred		
	Series 3		
· · · · · · · · · · · · · · · · · · ·	Class A Preferred		
Mackenzie Projects	Series 1	Suite 990 - 1040 West Georgia	0.00/
Ltd.	Class A Preferred	Street, Vancouver, BC V6E 4H1	0.3%
Etd.	Series 2		
	Class A Preferred	15 00 P	
Marlene Higgins	Series 6	15 - 83 Peregrine Way, Vernon, BC	0.2%
	Common shares	V1H 1E9	
	Class A Preferred	111 166 Demon Street Dontiston	
Michael Darby	Series 5	111 - 166 Power Street, Penticton, BC V2A 5W9	0.2%
•	Common shares	DC VZA JW9	
	Class A Preferred		
Nampa Enterprises	Series 1	Suite 990 - 1040 West Georgia	0.3%
Ltd.	Class A Preferred	Street, Vancouver, BC V6E 4H1	0.570
	Series 2		
Nicholas Sills	Common shares	400 Van Horne Str, Penticton, BC	0.0%
MULIOIAS SIIIS	Common shares	V2A 4K6	0.070

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 Thomber 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	702 SW 8th Street, Bentonville, AR 72758	5.9%

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Fill in this information to identify the case:	
Debtor name: Structuriam Mass Timber U.S., Inc., et al.	
United States Bankruptcy Court for the District of Delaware	Check if this is an
Case number (If known):	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.

nailing address, including zip code		(ur and complete		pis, bank loans, contingent, respional unliquidated, vices, and or disputed		Amount of unsecured claim. If the claim is fully unsecured, fill in only unsecured claim amount, if claim is pertially secured, fill in total claim amount and deduction for value of collateral or seloff to calculate unsecured claim.		
			contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	daim claim	
al.	WALMART, INC. LEGAL DEPARTMENT - CORPORATE DIVISION 702 S.W. <u>8</u> TH 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	
No hardening and	STILES MACHINERY INC. PATRICK MUNDWILER, KENT HARTMAN 3944 SOLUTIONS CENTER CHICAGO, IL 60677-3009	PATRICK MUNDWILER, KENT HARTMAN PHONE: 618-698-7500 EMAIL: DLOURENS@STILESMACHINERY.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,298,769 USD	
nanati winati na	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	
THE PERSON NAMED AND ADDRESS OF THE PERSON NAMED AND ADDRESS O	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	
	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	NAME OF THE PARTY			\$597,667 CAD	
	SIMPSON STRONG TIE CANADA, LIMITED ARTHUR MNATSAKANIAN 811-18055 AIRPORT WAY PITT MEADOWS, BC V3Y 0G4 CANADA	ARTHUR MNATSAKANIAN EMAIL: REMITTANCEADVICES@STRONGTIE.COM	TRADE PAYABLE	Name of the state			\$407,106 CAD	
******	DAY & ROSS 11470 131ST STREET SURREY, BC V3R 4S7 CANADA	PHONE: 506-375-4401 FAX: 506-375-4945 EMAIL: REMITANCEDETAILS@DAYANDROSSINC.CA	TRADE PAYABLE	000000000000000000000000000000000000000			\$383,558 CAD	
]	HEAVY TIMBER GROUP KRIS SPICKLER 4120 DOUGLAS BLVD #306-502 GRANITE BAY, CA 95746	KRIS SPICKLER PHONE: (916) 797-5588	TRADE PAYABLE	O Decision in the Control of Cont			\$322,004 CAD	
3	FOX'S TRANSPORT LTD. 8328 1ST STREET EDMONTON, AB T6P 1X2 CANADA	PHONE: 780-410-1950 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	Connection control of the Control of			\$183,100 USD	
11	ROTHO BLAAS USA INC WILLIAM BRODERICK 30 WALL ST, 8TH FLOOR NEW YORK, NY 10005	WILLIAM BRODERICK PHONE: 917-656-9077 EMAIL: USA@ROTHOBLAAS.COM	TRADE PAYABLE	Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-Q-			\$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	STATE AND ADDRESS OF THE STATE			\$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 MSW 0E9 CANADA	EMAIL: HA.REMIT@US.HENKEL.COM	TRADE PAYABLE	N. TOTAL ACCOUNT MANAGEMENT			\$163,220 CAD	

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	ig address, including zip code	rnall address of creditor onlact	debis, bank loans, professional	claim is contingent, unlimitated	Amount of unsecun If the daim is fully u claim amount. If dai total claim amount a collateral or setoff to	nsecured, fill in onl m is partially secur and deduction for va calculate unsecur	ed, fill in alue of ed claim.
			contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
	HEXION CANADA INC C/O LBX V7444C/U BNS WHOLESALE LOCKBOX	PHONE: 469-749-8402 EMAIL: NORTHAMERICAAR@HEXION.COM	TRADE PAYABLE	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			\$142,307 CAD
(A) PORTOR (MARINE)	KITTY TAYLOR 150 - 12860 CLARKE PLACE RICHMOND, BC V6V2H1	KITTY TAYLOR PHONE: 604-519-1711 EMAIL: ACCOUNTING@CONTECHCONSTRUCTIONLTD.CO M	TRADE PAYABLE				\$125,208 CAD
arian training		PHONE: 541-779-5121 FAX: 541-779-0155 EMAIL: ACCOUNTING@WESTERNLUMBER.COM	TRADE PAYABLE				\$112,148 CAD
***************************************	OWENS CORNING CANADA LP C/O T10275 PO BOX 4918 STN A TORONTO, ON M5W 0C8 CANADA	EMAIL: CASHAPPTEAM@OWENSCORNING.COM	TRADE PAYABLE				\$95,059 CAD
	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
	BDO CANADA LLP (KELOWNA BRANCH) 400 - 1631 DICKSON AVENUE KELOWNA, BC V1Y 085 CANADA	PHONE: 250-763-6700 EMAIL: EFTPAYMENTS@BDO.CA	PROFESSIONAL SERVICES: AUDITOR	Ang operation to the angle of t	The state of the s	A CONTRACTOR OF THE PARTY OF TH	\$77,115 CAD
	MONASHEE MANUFACTURING CORPORATION LTD GRANT VANDERMYE 1247 ELLIS STREET KELOWNA, BC V1Y 126 CANADA	GRANT VANDERMYE PHONE: 250-762-2646 EMAIL: LZHANG@MONASHEEMFG.COM; GRANT.VAN@MONASHEEMFG.COM	TRADE PAYABLE	ZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZ			\$76,512 CAD
2	TIMBER ENGINEERING INC. MARTA MAJ 3637 WEST 6TH AVE VANCOUVER, BC V6R 1T6 CANADA	MARTA MAJ PHONE: 604-839-0214 FAX: 604-679-7632 EMAIL: MARTA.MAJ@TIMBERENGINEERING.CA	PROFESSIONAL SERVICDE: ENGINEERING				\$73,143 CAD
3	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
4	WOODPECKER EUROPEAN TIMBER FRAMING & WOODWORKS LTD #5 - 5 COUGAR MOUNTAIN CRESCENT EXSHAW, AB TOL 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	Acceptance and accept			\$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	A CONTRACTOR CONTRACTOR			\$42,494 USD
28	MTC SOLUTIONS UNIT 106 - 12941 115TH STREET SURREY, BC V3R 0E2 CANADA	PHONE: 866-899-4090 EMAIL: ACCOUNTING@MTCSOLUTIONS.COM	TRADE PAYABLE	V = 1/4/4/2 = 1/2/4/4/4/2 = 1/2/4/4/4/2 = 1/2/4/4/4/2 = 1/2/4/4/4/2 = 1/2/4/4/4/2 = 1/2/4/4/4/4/2 = 1/2/4/4/4/4/2 = 1/2/4/4/4/2 = 1/2/4/4/4/4/4/4/4/2			\$57,340 CAD
29	WILLIAMS SCOTSMAN, INC PO BOX 91975 CHICAGO, IL 60693-1975	PHONE: 410-931-6000 EMAIL: CASHWS@WILLSCOT.COM	LEASE	1			\$40,885 USD
30	FASTENAL COMPANY 550 E ROBINS STREET CONWAY, AR 72032	PHONE: 501-327-7273 FAX: 501-327-6994 EMAIL: USWIREPAYMENTS@FASTENAL_COM	TRADE PAYABLE	And the second s			\$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):	(Clate)

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 <u>Combined Corporate Ownership Statement and List of Equity Security Holders</u>

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

Executed on

04 / 21 / 2023	✗/s/ Shawn Turkington
MM/ DD/YYYY	Signature of individual signing on behalf of debtor
	Shawn Turkington
	Printed name
	Authorized Signatory
	Position or relationship to debtor

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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

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		CERTIFIED:
Fill in this information to identify t	he case:	AS A TRUE COPY: ATTEST:
Jnited States Bankruptcy Court for the	he:	UNA M. O'BOYLE
	t of Delaware	U.S. BANKRUPTCY COURT
	(State)	Check if this is a
Case number (if known):	Chapter <u>11</u>	By Deputy Plerk
		73123
Official Farms 201		
Official Form 201	an Nam Individuals Eiling fo	N Rankrintov
Voluntary Petition 1	or Non-Individuals Filing fo	or Bankruptcy 06/2
f more space is needed, attach a number (if known). For more info	rmation, a separate document, <i>Instructions for</i>	y additional pages, write the debtor's name and the case or Bankruptcy Forms for Non-Individuals, is available.
1. Debtor's Name	Structurlam Mass Timber U.S., Inc.	
2. All other names debtor used in the last 8 years	Structurlam	
lealude one appumed names		
Include any assumed names, trade names, and doing business as names		
3. Debtor's federal Employer Identification Number (EIN)	84-2896287	_
4. Debtor's address	Principal place of business	Mailing address, if different from principal plac of business
	2176 Government St	N. J. Olavit
	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 business
	Canada	1800 Sturges Road
	County	Number Street
		-
		Conway, Arkansas 72034 City State Zip Code
		· · · · · · · · · · · · · · · · · · ·
5. Debtor's website (URL)	https://www.structurlam.com	
	Corporation (including Limited Lightlift)	ompany (LLC) and Limited Liability Partnership (LLP))
6. Type of debtor	•	mpany (CCO) and Caraco Cabany i distribution (CC)
	□ Partnership (excluding LLP)	

☐ Other. Specify:

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Deb		mber U.	S., Inc. Case number (if known)
	Name		
		A. Che	eck One:
7.	Describe debtor's business	☐ He	alth Care Business (as defined in 11 U.S.C. § 101(27A))
		☐ Sin	igle Asset Real Estate (as defined in <u>11 U.S.C. § 101(51B))</u>
		☐ Ra	ilroad (as defined in 11 U.S.C. § 101(44))
		□ Sto	ockbroker (as defined in 11 U.S.C. § 101(53A))
			mmodity Broker (as defined in <u>11 U.S.C, § 101(6))</u>
			earing Bank (as defined in 11 U.S.C. § 781(3))
			one of the above
		D 01	
	•		neck all that apply:
			x-exempt entity (as described in <u>26 U.S.C. § 501)</u> vestment company, including hedge fund or pooled investment vehicle (as defined in <u>15 U.S.C.</u>
		<u>8</u>	<u>80a-3</u>)
		□ Inv	vestment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))
		C. N	AICS (North American Industry Classification System) 4-digit code that best describes debtor. See tel://www.uscourts.gov/four-digit-national-association-naics-codes .
		<u>3:</u>	<u>212</u>
8.	Under which chapter of the	Chec	k One:
٠.	Bankruptcy Code is the		hapter 7
	debtor filing?	□ CI	hapter 9
	·		hapter 11. Check all that apply:
	A debtor who is a "small busines debtor" must check the first sub-debtor as defined in § 1182(1) we lects to proceed under subchal of chapter 11 (whether or not the debtor is a "small business debt must check the second sub-box	box. A ho oter V e or")	 □ 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?	N ⊠	
	If more than 2 cases, attach a separate list.		MINE DO 1 1 1 1 1

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Debtor <u>Structurlam Mass T</u>	imber U.S., Inc.		Case number (if knot	wn)	<u> </u>
Name					
O. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? List all cases. If more than 1, attach a separate list.	□ No ☑ Yes. Debtor District	Delaware	1		Affiliate 04 / 21 / 2023 MM / DD / YYYY
<u></u>					
11. Why is the case filed in this district?	immediately p district.	d its domicile, prin	cipal place of business, or of this petition or for a long ebtor's affiliate, general pa	ger part of such 180 o	lays than in any other
	☐ A bankruptcy	case concerning o	entor's animate, general pa		- Perioding in this district
12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?	needed.		erty that needs immediate		
	☐ It po safe		o pose a threat of immine	nt and identifiable ha	zard to public health or
	Wh	at is the hazard?			
	. 🗀 lt no	eeds to be physica	lly secured or protected fr	om the weather.	
	atte	ncludes perishable ention (for example sets or other optior	goods or assets that coul e, livestock, seasonal good is).	d quickly deteriorate ds, meat, dairy, produ	or lose value without ice, or securities-related
	□ Oth	ner			
	Where i	is the property?	Number Street		
			City	Sta	
	Is the p insured?	roperty			
	□ No				
		. Insurance			
	agency	Contact name			
		Phone			-
<u> </u>					
Statistical and a	dministrative inform	nation			
13. Debtor's estimation of	Check one:				
available funds	□ Funds will be a □ After any admit oreditors.	available for distrib inistrative expense	ution to unsecured credito s are paid, no funds will b	ors. e available for distrib	ution to unsecured
14. Estimated number of creditors ¹	□ 1-49 □ 50-99 □ 100-199 ⊠ 200-999	_ _ _	1,000-5,000 5,001-10,000 10,001-25,000	□ 50,00°	I-50,000 I-100,000 han 100,000

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

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Debtor Structurlam Mass	Timber U.S., Inc	14	Case number (if kno	wn)	
					A = 0.0 0.0 0.0 4 #4 t-111 - 1
5. Estimated assets²	□ \$0-\$50,¢		\$1,000,001-\$10 million		\$500,000,001-\$1 billion
		-\$100,000 □	\$10,000,001-\$50 million		\$1,000,000,001-\$10 billion
)1-\$500,000 🗆	\$50,000,001-\$100 million		\$10,000,000,001-\$50 billion
	□ \$500 ,0 0)1-\$1 million 🛛	\$100,000,001-\$500 million	n	More than \$50 billion
5. Estimated liabilities ³	□ \$0-\$50,0	000 🗆	\$1,000,001-\$10 million		• • • • • • • • • • • • • • • • • • • •
	□ \$50,001	-\$100,000 	\$10,000,001-\$50 million		\$1,000,000,001-\$10 billion
	\$100,00	1-\$500,000 □	\$50,000,001-\$100 million		\$10,000,000,001-\$50 billion
,		01-\$1 million ⊠	\$100,000,001-\$500 million	n 🗆	More than \$50 billion
Request for Reli	ief, Declaration,	and Signatures			
/ARNING - Bankruptcy fraud	is a serious crime	. Making a false state 20 years, or both, 1	ement in connection with a b 8 U.S.C. 68 152, 1341, 1519	ankruptcy o , and <u>3571</u> .	ase can result in fines up to
					LOUGH Only apprising in this
 Declaration and signature of authorized representative of debtor 	of petition.				ed States Code, specified in this
debtor			petition on behalf of the deb		-li-filh-tith- information in true an
	I have exan correct.	nined the information	in this petition and have a re	asonapie d	elief that the information is true an
	l declare under p	penalty of perjury that	the foregoing is true and cor	rect.	
	Executed o	n 04 / 21 / 2023	•		
	Executed o	MM/ DD / YYY	<u> </u>		
	44				
	x /s/ S	hawn Turkington		Shawn Tu Printed na	
	Signa	ture of authorized rep	resentative of debtor	Fillited lia	·
	Title	Authorized Signator	у		
				D-4-	
18. Signature of attorney		1. Blake Cleary			04/21/2023
18. Signature of attorney	/S/ IV	1. Blake Cleary ature of attorney for de	ebtor	_	04 / 21 / 2023 MM/DD/YYYY
18. Signature of attorney	/S/ IV		ebtor	_	
18. Signature of attorney	Signa M. Bl	ature of attorney for de ake Cleary	ebtor	_	
18. Signature of attorney	Signa M. Bl	ature of attorney for de ake Cleary ed name		_	
18. Signature of attorney	Signa M. BI Printe	ature of attorney for de ake Cleary		_	
18. Signature of attorney	M. Bl Printe	ature of attorney for de ake Cleary ed name er Anderson & Corroor name	n LLP	_	
18. Signature of attorney	M. Bl Printe	ature of attorney for de ake Cleary ed name er Anderson & Corroor name 3 North Market Street,	n LLP , 6th Floor	_	
18. Signature of attorney	M. Bl Printe Potte Firm 1313	ake Cleary ed name ar Anderson & Corroor name B North Market Street, ber Street	n LLP , 6th Floor		MM/DD/YYYY aware 19801
18. Signature of attorney	M. Bl Printe Potte Firm 1313	ature of attorney for de ake Cleary ed name er Anderson & Corroor name 3 North Market Street,	n LLP , 6th Floor		MM/DD/YYYY aware 19801
18. Signature of attorney	M. Bl Printe Potte Firm 1313 Numl Wilm City	ake Cleary ed name ar Anderson & Corroor name B North Market Street, ber Street	n LLP , 6th Floor	Del Sta	aware 19801 te ZIP Code eary@potteranderson.com
18. Signature of attorney	M. Bl Printe Potte Firm 1313 Numi Wilm City (302)	ake Cleary ed name or Anderson & Corroor name 3 North Market Street, ber Street	n LLP , 6th Floor	Del Sta	aware 19801 te ZIP Code
18. Signature of attorney	M. Bl Printe Potte Firm 1313 Numi Wilm City (302)	ake Cleary ed name er Anderson & Corroor name 3 North Market Street, ber Street ington) 984-6000	n LLP , 6th Floor	Del Sta bol Em	aware 19801 te ZIP Code eary@potteranderson.com

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

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 "<u>Debtors</u>") 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/Buisiness 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

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 "Debtorin-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 Stated 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., et al.,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

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 Are 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 HOLDERS

1

Equity Holders	Class	Address of Equity Holder	Percentage of Equity Held ²
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	702 SW 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%

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.

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		
	Class A Preferred		
	Series 1		
	Class A Preferred		
	Series 2		
	Class A Preferred		
	Series 3		
	Class A Preferred		56.4%
	Series 4		
KF Arc Holding LP	Class A Preferred	601 California Street, Suite 1250,	
c/o Kingfish Group,	Series 5	San Francisco, CA 94108	
Inc	Class B Preferred		
	Series 1		
	Class C Preferred		
	Series 1		
	Class C Preferred		
	Series 2		
	Class C Preferred		
	Series 3		
	Class A Preferred		
Mackenzie Projects	Series 1	Suite 990 - 1040 West Georgia	0.00/
Ltd.	Class A Preferred	Street, Vancouver, BC V6E 4H1	0.3%
Liu.	Series 2	54.004, 1.44.004, 2.0	
	Class A Preferred		
Marlene Higgins	Series 6	15 - 83 Peregrine Way, Vernon, BC	0.2%
Mariene mggms	Common shares	V1H 1E9	
	Class A Preferred		
Michael Darby	Series 5	111 - 166 Power Street, Penticton,	0.2%
Michael Daiby	Common shares	BC V2A 5W9	0.270
	Class A Preferred		
Namna Entampiasa	Series 1	Suite 990 - 1040 West Georgia	
Nampa Enterprises	Class A Preferred	Street, Vancouver, BC V6E 4H1	0.3%
Ltd.	Series 2	Sirect, variouver, DC vois HIII	
	SCHES Z	400 Van Horne Str, Penticton, BC	
Nicholas Sills	Common shares	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	702 SW 8th Street, Bentonville, AR 72758	5.9%

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Fill in this information to identify the case:	
Debtor name: Structuriam Mass Timber U.S., Inc., et al.	
United States Bankruptcy Court for the District of Delaware	☐ Check
Case number (If known):	amendo

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and

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.

alling address, including zip code		email address of creditor contact	nature of the claim (for example, trade debts, bank loans, professional services, and government	is, bank loans. contingent, lessional unliquidated, vices, and or disputed		Amount of unsecured claim If the claim is fully unsecured, till in only unsecured plaim amount, if plaim is pertially secured, fill in total claim amount and deduction for value of collisteral or setoff to calculate unsecured claim.		
			contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
	WALMART, INC. LEGAL DEPARTMENT - CORPORATE DIVISION 702 S.W. <u>8</u> TH ST. BENTONVILLE, AR 72716	LEGAL DEPARTMENT - CORPORATE DIVISION PHONE: 479-273-4000 EMAIL: RACHELBRAND@WALMART.COM	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED	* manager ma	and the state of t	\$34,000,000 USD	
TO STANDARD	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	
A) Lawrence Common Comm	STUART OLSEN CONSTRUCTION ASHLEY RANCOURT #380 - 13717 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	ASHLEY RANCOURT PHONE: 804-271-4600	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$1,200,000 CAD	
***************************************	BIRD CONSTRUCTION MARC DA SILVA #300 - 19777 COMMERCE PARKWAY RICHMOND, BC V6V 2X3 CANADA	MARC DA SILVA PHONE: 204-775-7141 X3351	CONTRACT COUNTERPARTY	CONTINGENT UNLIQUIDATED DISPUTED			\$670,000 CAD	
	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	COMPRESS COLUMN CONTRACTO	NAME OF THE OWNER OWNER OF THE OWNER OWNER OF THE OWNER OWNE		\$597,667 CAD	
	SIMPSON STRONG TIE CANADA, LIMITEÓ ARTHUR MNATSAKANIAN 8811-19055 AIRPORT WAY PITT MEADOWS, BC V3Y 0G4 CANADA	ARTHUR MNATSAKANIAN EMAIL: REMITTANCEADVICES@STRONGTIE.COM	TRADE PAYABLE	CONTRACTOR			\$407,106 CAD	
,	DAY & ROSS 11470 131ST STREET SURREY, BC V3R 4S7 CANADA	PHONE: 506-375-4401 FAX: 506-375-4945 EMAIL: REMITANCEDETAILS@DAYANDROSSINC.CA	TRADE PAYABLE	AND THE PROPERTY OF THE PROPER	1		\$383,558 CAD	
3	HEAVY TIMBER GROUP KRIS SPICKLER 4120 DOUGLAS BLVD #306-502 GRANITE BAY, CA 95746	KRIS SPICKLER PHONE: (916) 797-5588	TRADE PAYABLE	No. of the state o			\$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	ROTHO BLAAS USA INC WILLIAM BRODERICK 30 WALL ST, 8TH FLOOR NEW YORK, NY 10005	WILLIAM BRODERICK PHONE: 917-656-9077 EMAIL: USA@ROTHOBLAAS.COM	TRADE PAYABLE	Total Control			\$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	\$00000.000 TUDONOOOOOOOOOOOOOOOOOOOOOOOOOOOOOOOOOOO			\$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	wyconore space i space			\$123,697 USD	
14	HENKEL CANADA CORPORATION C/O 912360 PO BOX 4090 STN A TORONTO, ON M5W 0E9	EMAIL: HA.REMIT@US.HENKEL.COM	TRADE PAYABLE	Control of the Contro			\$163,220 CAD	

Case 23-10497-CTG Doc 1 Filed 04/21/23 Page 16 of 17

	g address, including zip code	amail address of creditor contact	debis, bank loans, professional	claim is contingent, unitoritated	Amount of unsecur If the daim is fully u claim amount. If da total claim amount a collateral or setoff to	insecured, fill in only im is partially secur and deduction for va o calculate unsecur	ed, fill in ilue of ed cláim.
			contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
F	HEXION CANADA INC C/O LBX V7444C/U BNS WHOLESALE LOCKBOX PO BOX 7444 STATION TERMINAL VANCOUVER, BC V68 4E2 CANADA	PHONE: 469-749-8402 EMAIL: NORTHAMERICAAR@HEXION.COM	TRADE PAYABLE				\$142,307 CAD
	KITTY TAYLOR 150 - 12860 CLARKE PLACE	KITTY TAYLOR PHONE: 604-519-1711 EMAIL: ACCOUNTING@CONTECHCONSTRUCTIONLTD.CO M	TRADE PAYABLE				\$125,208 GAD
A CONTRACTOR OF THE PERSON OF	SUITE 200	PHONE: 541-779-5121 FAX: 541-779-0155 EMAIL: ACCOUNTING@WESTERNLUMBER.COM	TRADE PAYABLE				\$112,148 CAD
**************************************	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
acamonana)	NEW WESTINSTALLATIONS 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
	BDO CANADA LLP (KELOWNA BRANCH) 400 - 1631 DICKSON AVENUE KELOWNA, BC V1Y 085 CANADA	PHONE: 250-763-6700 EMAIL: EFTPAYMENTS@BDO.CA	PROFESSIONAL SERVICES: AUDITOR				\$77,115 CAD
1	MONASHEE MANUFACTURING CORPORATION LTD GRANT VANDERMYE 1247 ELLIS STREET KELOWNA, BC V1Y 128 CANADA	GRANT VANDERMYE PHONE: 250-762-2846 EMAIL: LZHANG@MONASHEEMFG.COM; GRANT.VAN@MONASHEEMFG.COM	TRADE PAYABLE	Andrew Control of the			\$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 SERVICDE: ENGINEERING	The state of the s			\$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 GAD
24	WOODPECKER EUROPEAN TIMBER FRAMING WOODWORKS LTD #5-5 COUGAR MOUNTAIN CRESCENT #EXSHAW, AB TOL 2C1 CANADA	& PHONE: 403-673-3333 EMAIL: OFFICE@EUROPEANTIMBERFRAMING.COM	TRADE PAYABLE	approximate of the first of the		***************************************	\$68,296 CAD
25	BROADHEAD OPERATING DBA, HMH AGENCY DBA HMH AGENCY 411 WASHINGTON AVE N 8TE 500 MINNEAPOLIS, MN 55401	PHONE: 503-295-1922 EMAIL: ACCOUNTING@BROADHEADCO.COM	PROFESSIONAL SERVICES: PUBLI RELATIONS	COMMUNICATION CONTRACTOR			\$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: 936-5460-3688 EMAIL: CHASER@CALTEXLBR.COM	TRADE PAYABLE	S (VA)			\$42,494 USD
28	MTC SOLUTIONS UNIT 106 - 12941 115TH STREET SURREY, BC V3R 0E2 CANADA	PHONE: 866-899-4090 EMAIL: ACCOUNTING@MTCSOLUTIONS.COM	TRADE PAYABLE	*			\$57,340 CAD
29	WILLIAMS SCOTSMAN, INC PO BOX 91975 CHICAGO, IL 60693-1975	PHONE: 410-931-6000 EMAIL: CASHWS@WILLSCOT.COM	LEASE .	3.3333333333333333333333333333333333333			\$40,885 USD
30	FASTENAL COMPANY 550 E ROBINS STREET CONWAY, AR 72032	PHONE: 501-327-7273 FAX: 501-327-6994 EMAIL: USWIREPAYMENTS@FASTENAL.COM	TRADE PAYABLE	MANAGORAN PER			\$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):	(Oldie)	

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 <u>Combined Corporate Ownership Statement and List of Equity Security Holders</u>

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

Executed on

04 / 21 / 2023	✗/s/ Shawn Turkington
MM/ DD/YYYY	Signature of individual signing on behalf of debtor
	Shawn Turkington
	Printed name
	Authorized Signatory
	Position or relationship to debtor

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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

ORDER (I) AUTHORIZING SLP TO ACT AS FOREIGN REPRESENTATIVE AND (I		Ś
Debtors.) Re: Docket No. 12	Name of Street, or other Persons
TO 1) (Jointly Administered)	
STRUCTURLAM MASS TIMBER U.S., INC., et al., 1) Case No. 23-10497 (CTG)	Depl
In re:) Chapter 11	LEY CE
		erk.

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

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.

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		
Vancouv	/er	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	
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