

10-May-23

REGISTRY

No. S233209
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., the Foreign Representative under Part IV of the *Companies' Creditors Arrangement Act* for recognition of US Chapter 11 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. Attached hereto and marked as **Exhibit "A"** to this my Affidavit, is the original certified copy of the Order entered by the US Bankruptcy Court dated April 26, 2023 authorizing SLP Holdings Ltd. to act as foreign representative. A copy of the certified copy was attached as Exhibit "E" in my Affidavit #1 sworn April 26, 2023.

SWORN BEFORE ME at Vancouver, BC, this
10th day of May, 2023.

A Commissioner for taking Affidavits within
British Columbia

MICHELE HAY

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This is Exhibit "A" referred to in the Affidavit
of **MICHÈLE HAY**, sworn before me at Vancouver, BC, this
10th day of May, 2023.



A Commissioner for taking Affidavits in British Columbia

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

IN THE SUPREME COURT OF BRITISH COLUMBIA
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AMENDED***

PETITIONER

AFFIDAVIT

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Attention : Jonathan B. Ross

File No. V56936

JBR/msh