

NO. S-209201
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 1077 HOLDINGS CO-OPERATIVE
AND 1314625 ONTARIO LIMITED

PETITIONERS

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE)	WEDNESDAY THE 29TH DAY
)	
MADAM JUSTICE FITZPATRICK)	OF NOVEMBER, 2023

ON THE APPLICATION of Alvarez & Marsal Canada Inc., in its capacity as the court-appointed monitor (and, in such capacity, the "**Monitor**") of 1077 Holdings Co-operative (formerly, Mountain Equipment Co-operative) and 1314625 Ontario Limited, coming on for hearing at Vancouver, British Columbia, on Wednesday the 29th day of November, 2023, via Microsoft Teams videoconference; AND ON HEARING Mary Buttery, K.C. and Elie Laskin, counsel for the Monitor and those other counsel listed on **Schedule "A"** hereto; AND UPON READING the material filed, including the Seventeenth Report of the Monitor, dated November 17, 2023;

THIS COURT ORDERS AND DECLARES THAT:

1. the CCAA proceedings shall be and are hereby terminated effective 12:01 AM on November 30 2023;
2. upon termination of these CCAA proceedings, the Petitioners shall be assigned into bankruptcy for the purposes of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 and

creditors who participated in the Claims Process and filed proofs of claim are not required to file any additional Proof of Claim;


3. approval of the Monitor's activities as detailed in the Monitor's Eighth Report dated June 18, 2021, Ninth Report dated September 21, 2021, Eleventh Report dated December 1, 2021, Twelfth Report dated March 23, 2022, Thirteenth Report dated May 26, 2022, Fourteenth Report dated November 29, 2022, Fifteenth Report dated March 23, 2023, Sixteenth Report dated September 20, 2023, and Seventeenth Report dated November 17, 2023, provided, however, that only the Monitor, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval;
4. as of the filing of this Order (the "**Effective Date**"), the Monitor shall be discharged from its duties in these proceedings and shall have no further liabilities, obligations, responsibilities, or duties under the Initial Order granted by this Court on September 14, 2020 and the amended and restated initial order dated October 2, 2020, or otherwise in respect of these proceedings, subject to paragraph 5 in this Order, below;
5. notwithstanding the discharge of the Monitor, the Monitor remains empowered to perform any act necessary or incidental to the conclusion of the CCAA proceedings, and will continue to enjoy the same rights and protections previously granted to the Monitor in these proceedings including, but not limited, to future administrative tax services in relation to tax filings for time periods during which the Monitor was appointed;
6. the Monitor and its affiliates and its respective officers, directors, employees, and agents, attorneys and solicitors (together, the "**Monitor Parties**" and each a "**Monitor Party**") are hereby released and forever discharged from any and all claims, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission of a Monitor Party in any way relating to, arising out of or in respect of the performance or intended performance of the Monitor's mandate or any activity related to the CCAA proceedings, except for any claim against a

Monitor Party arising out of any gross negligence or wilful misconduct on the part of that Monitor Party;

7. no action or other proceeding in any way arising from or related to the performance or intended performance of the Monitor's mandate or any activity in these CCAA proceedings shall be commenced against a Monitor Party except with prior leave of this Court and on prior written notice to the Monitor Party and upon further order securing, as security for costs, the solicitor and his own client costs of the Monitor Party in connection with any proposed action or proceeding;
8. if, subsequent to the granting of this Order, the Monitor is required to respond to enquiries to provide evidence or testimony in respect of any proceedings in respect of the Petitioners, then the requesting party shall pay the reasonable fees and disbursements incurred by the Monitor, as the case may be, associated with responding to such enquiries or providing such evidence or testimony;
9. the following fees (which include disbursements and applicable taxes) of the Monitor and its legal counsel incurred in connection with these proceedings are approved:
 - (a) \$3,210,937.13 on behalf of the Monitor;
 - (b) \$879,932.42 on behalf of the Monitor's counsel, Cassels, Brock & Blackwell LLP;
and
 - (c) \$91,587.54 on behalf of the Monitor's counsel, Osler, Hoskin & Harcourt LLP;
10. this Order shall have full force and effect from and after the date of this Order in all Provinces and Territories in Canada and abroad and as against all Persons and Parties against whom it may otherwise be enforced; and
11. this Order shall be served, by courier, facsimile transmission, electronic transmission, or ordinary post on all parties present at this application and on all parties who received notice

of this application or who are presently on the service list established in these proceedings,
and service on any or all other parties is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO
EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY
CONSENT:



Lawyer for the Monitor
Osler, Hoskin & Harcourt LLP
Mary Buttery, K.C., Elie Laskin


S. Fitzpatrick J.

BY THE COURT



REGISTRAR



SCHEDULE "A"

List of Counsel

Name of Counsel	Party Represented
Mary Buttery, K.C. Elie Laskin	Counsel for the Monitor, Alvarez & Marsal Canada Inc., in its capacity as the court-appointed monitor of 1077 Holdings Co-operative (formerly, Mountain Equipment Co-operative) and 1314625 Ontario Limited

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(Attention: Mary I.A. Buttery, K.C.)