



NO. S-209201  
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,  
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF MOUNTAIN EQUIPMENT CO-OPERATIVE AND  
1314625 ONTARIO LIMITED

PETITIONERS

### SEALING ORDER

BEFORE THE HONOURABLE	)	MONDAY, THE 28 <sup>TH</sup> DAY
	)	
MADAM JUSTICE FITZPATRICK	)	OF SEPTEMBER, 2020

ON THE APPLICATION of Alvarez & Marsal Canada Inc., in its capacity as the court-appointed monitor (and, in such capacity, the "**Monitor**") of Mountain Equipment Cooperative and 1314625 Ontario Limited, and coming on for hearing at Vancouver, British Columbia, on the 28<sup>th</sup> day of September, 2020; AND ON HEARING H. Lance Williams, counsel for the Monitor, and John R. Sandrelli, counsel for Royal Bank of Canada, as administrative agent and collateral agent under the updated Credit Agreement, and those other counsel listed on **Schedule "A"** hereto; AND UPON READING the material filed herein, including the First Report of the Monitor, dated September 24, 2020 and Affidavit #1 of Avic Arenas made September 28, 2020;

THIS COURT ORDERS AND DECLARES THAT

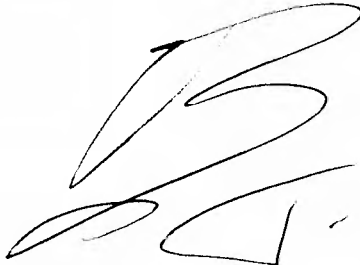
1. Access to sealed items permitted by:
- ☐ Counsel of Record
  - ☐ Parties on Record
  - ☒ Further Court Order
  - ☐ Others

**Items to be Sealed**

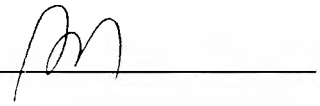
Document Name	Date Filed (Date on Court Stamp)	Number of copies filed, including any extra copies for the judge	Duration of sealing order	Sought	Granted	
					Yes	No
<b>Entire File</b>				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Specific Documents</b>						
(1) First Report of the Monitor, dated September 24, 2020, with Redacted Confidential Appendices C, D and E. to be filed . pm	To be filed	1	Until further order	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(2) Affidavit #1 of Avic Arenas made September 28, 2020 with term sheet dated May 12, 2020.	To be filed	1				
<b>Clerk's Notes</b>				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Order</b>				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

2. Endorsement of this Order by counsel appearing, other than counsel for the Monitor is hereby dispensed with.

BY THE COURT



REGISTRAR



**ENDORSEMENT ATTACHED**

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:

A handwritten signature in black ink, appearing to be 'Mary I.A. Buttery', written over a horizontal line.

Signature of Lawyer for the Applicant  
Cassels Brock & Blackwell LLP  
(Mary I.A. Buttery, Q.C. and H. Lance Williams)

## SCHEDULE "A"

NO.S-209201  
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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 IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT  
OF MOUNTAIN EQUIPMENT CO-OPERATIVE AND 1314625 ONTARIO LIMITED

PETITIONERS

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**ATTENDANCE LIST FOR VIRTUAL COORDINATOR**  
[SEPTEMBER 28, 2020]

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COUNSEL	EMAIL ADDRESS	NAME OF PARTY(IES) REPRESENTED
Howard A. Gorman, QC Scott M. Boucher  Janet Grove and Alexander Schmitt (not appearing)	Howard.gorman@nortonrosefulbright.com Scott.Boucher@nortonrosefulbright.com Janet.Grove@nortonrosefulbright.com alexander.schmitt@nortonrosefulbright.com	Mountain Equipment Co-Operative (" <b>MEC</b> ") and 1314625 Ontario Limited (" <b>131 Limited</b> ") and together with MEC, the " <b>Petitioners</b> ")
John Sandrelli Valerie Cross	john.sandrelli@dentons.com valerie.cross@dentons.com	Royal Bank of Canada (" <b>RBC</b> ") as administrative agent and collateral agent under the Existing Credit Agreement
H. Lance Williams Jared Enns	lwilliams@cassels.com jenns@cassels.com	The Monitor, Alvarez & Marsal Canada Inc. (" <b>A&amp;M</b> ")
Dylan Chochla Kibben Jackson	kjackson@fasken.com dchochla@fasken.com	Kingswood Capital Management LP; Kingswood Capital Opportunities Fund I, LP; and Kingswood Capital Opportunities Fund I-A, LP
Philip Cho Chris Ramsay Katie Mak Nick Carlson	pcho@weirfoulds.com chrisramsayvancouver@gmail.com kmak@cwilson.com ncarlson@cwilson.com	Plateau Village Properties Inc.

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Chris Buchanan	<a href="mailto:cb@hllo.ca">cb@hllo.ca</a>	United Food and Commercial Workers Union, Local 1518