



File No. S-211985  
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 ARDENTON CAPITAL CORPORATION AND ARDENTON  
CAPITAL BRIDGING INC.


PETITIONERS

REQUISITION - GENERAL

**Filed by:** KSV Restructuring Inc., in its capacity as Monitor (the "**Monitor**")

**Required:** Please file the attached Plan Condition Waiver.

December 7, 2021  
Dated

  
Signature of  lawyer for filing party  
DLA Piper (Canada) LLP (Colin D.  
FOR Brousson)

**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 ARDENTON CAPITAL CORPORATION**  
**AND ARDENTON CAPITAL BRIDGING INC.**

**PETITIONERS**

**PLAN CONDITION WAIVER**  
**(Section 9.2)**

**RECITALS**

- A. Pursuant to the Order of this Honourable Court dated March 5, 2021 (as amended and restated, the "CCAA Order"), the Petitioners filed for and obtained protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended.
- B. Pursuant to the CCAA Order, KSV Restructuring Inc. was appointed as Monitor of the Petitioners (the "Monitor") with the powers, duties and obligations set out in the CCAA Order.
- C. The Petitioners have filed a Plan of Compromise and Arrangement under the CCAA dated September 20, 2021 (the "Plan"), which Plan has been approved by the Required Majority of Creditors on November 2, 2021, and sanctioned by the Court on November 17, 2021.
- D. Section 9.2 of the Plan sets out the conditions precedent to the implementation of the Plan, and provided that each of the conditions set out in Section 9.2 may be waived in whole or in part with the joint approval of the Petitioners, the Monitor and the Investor Committee (except in the case of Sections 9.2(a) and (b) of the Plan) at or before the Effective Time.
- E. Capitalized terms not defined herein have the meanings ascribed to them in the Plan.

**THE PETITIONERS, THE MONITOR AND THE INVESTOR COMMITTEE** (by its counsel) hereby waive the conditions precedent set out in Sections 9.2(c)<sup>1</sup> and (d)<sup>2</sup> of the Plan in accordance with Section 9.2 of Plan.

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<sup>1</sup> Section 9.2(c) of the Plan provides as follows: "all applicable appeal periods in respect of the Sanction Order shall have expired and, in the event of an appeal or application for leave to appeal, final determination thereof shall have been made by the applicable appellate court;"

<sup>2</sup> Section 9.2(d) of the Plan provides as follows: "all approvals, orders, determinations or consents required pursuant to Applicable Law, if applicable, shall have been obtained on terms and conditions satisfactory to the Monitor, acting reasonably, and shall remain in full force and effect at the Effective Time;"

DATED this 1<sup>st</sup> day of December, 2021.

**KSV RESTRUCTURING INC.**, in its  
capacity as Monitor of the Petitioners and not  
in its personal or corporate capacity

Per: 

Name: Robert Kofman  
Title: President

**ARDENTON CAPITAL  
CORPORATION**

Per: 

Name: Kyle Makofka  
Title: Chief Restructuring Officer

**ARDENTON CAPITAL BRIDGING  
INC.**

Per: 

Name: Kyle Makofka  
Title: Chief Restructuring Officer

**THE INVESTOR COMMITTEE**, by its  
Counsel, **BENNETT JONES LLP**

Per: 

Name: Sean Zweig

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**PETITIONERS**

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**REQUISITION - GENERAL**

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