

APPENDIX “C”
(to the Meetings Order)

Electronic Meetings Protocol

**IN THE MATTER OF ARDENTON CAPITAL CORPORATION AND ARDENTON
CAPITAL BRIDGING INC. (together, the “Petitioners”)**

TAKE NOTICE that on March 5, 2021, the Petitioners were placed under creditor protection pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c C-36 (the “**CCAA Proceedings**”), by Order of the Supreme Court of British Columbia (the “**CCAA Court**”). KSV Restructuring Inc. was appointed as monitor of the Petitioners in the CCAA Proceedings (in such capacity, the “**Monitor**”).

As part of the CCAA Proceedings, the CCAA Court granted an Order (the “**Meetings Order**”) authorizing the Monitor to convene, hold and conduct creditors’ meetings (the “**Creditors’ Meetings**”) to consider the consolidated plan of compromise and arrangement (the “**Plan**”) submitted by the Petitioners in the CCAA Proceedings. Capitalized terms not otherwise defined herein have the meaning ascribed to them in the Plan, the Meetings Order or the Claims Procedure Order granted by the CCAA Court on March 31, 2021 (the “**Claims Procedure Order**”), as applicable.

The Creditors’ Meetings will be held virtually utilizing the LUMI Global Canada¹ (“**LUMI**”) platform as follows:

- (a) **ACC Creditors’ Meeting**: Tuesday, November 2, 2021 (the “**Meetings Date**”), at 10:00 a.m. (Pacific Daylight Time (“**PDT**”)) by videoconference accessible via the LUMI platform; and
- (b) **ACBI Creditors’ Meeting (which will only be held if the Plan is approved at the ACC Creditors’ Meeting in accordance with the Meetings Order)**: Tuesday, November 2, 2021, at 12:00 p.m. (PDT) by videoconference accessible via the LUMI platform.

Only Affected Creditors who have advised the Monitor that they intend to attend the applicable Creditors’ Meeting(s) in accordance with paragraph 4 below, by 4:00 p.m. (PDT) on Thursday October 28, 2021 will be provided with the passcode and instructions to participate in the applicable Creditors’ Meeting(s).

TECHNOLOGY AND MEETING ETIQUETTE

1. The joining instructions for the LUMI meeting platform and your unique LUMI control number and login password (“**LUMI Credentials**”) will be distributed by the Monitor prior to the Creditors’ Meetings in accordance with section 5 below. Attending participants are required to learn the LUMI software prior to the Creditors’ meetings. LUMI will have

¹ LUMI Global is a multinational provider of virtual Annual General Meeting and Creditor Meeting platform and scrutineer services. LUMI Canada has specific experience conducting and acting as scrutineer for virtual CCAA creditors’ meetings.

a representative available prior to and during the Creditors' Meetings to answer questions concerning the LUMI platform and technology.

2. During the Creditors' Meetings, Creditors will be required to leave their microphone on mute until recognized by the Chair. The procedure for asking questions during the meeting is set out in paragraphs 14 to 18 of this protocol.

PRE-MEETING REQUIREMENTS

3. **Proxy cut-off:** All Proxies to be deposited with the Chair in accordance with the Meetings Order must be received by the Monitor to the attention of Jordan Wong at jwong@ksvadvisory.com by 4:00 p.m. (PDT) at least four (4) Business Days preceding the Meetings Date (i.e.: **Wednesday October 27, 2021**). The Monitor will provide you with confirmation of receipt by email. If you have not received a confirmation of receipt of your Proxy by 4:00 p.m. (PDT) two (2) Business Days immediately preceding the Meetings Date (i.e.: Friday, October 29, 2021), you should follow up with the Monitor by email to: Jordan Wong at jwong@ksvadvisory.com and Noah Goldstein at ngoldstein@ksvadvisory.com.
4. **Notice of Intention to Attend:** Parties intending to attend the ACC Creditors' Meeting and/or the ACBI Creditors' Meeting (whether they have delivered a Proxy or not) shall notify the Monitor to the attention of Jordan Wong by email at jwong@ksvadvisory.com by 4:00 p.m. (PDT) at least three (3) Business Days preceding the Meetings Date (i.e.: **Thursday, October 28, 2021**). The Monitor will provide you with email confirmation of receipt. If you have not received a confirmation of receipt by 4:00 p.m. (PDT) two (2) Business Days immediately preceding the Meetings Date (i.e.: Friday, October 29, 2021), please follow up with the Monitor by sending an email to: Jordan Wong at jwong@ksvadvisory.com and Noah Goldstein at ngoldstein@ksvadvisory.com. Creditors attending both the ACC Creditors' Meeting and the ACBI Creditors' Meeting should submit two separate Notices of Intention to Attend to the Monitor.
5. Upon advising Jordan Wong of the Monitor of your intention to attend the ACC Creditors' Meeting and/or the ACBI Creditors' Meeting in accordance with paragraph 4 above, you will receive from Mr. Wong by email: a) your unique LUMI Credentials; b) a link to the applicable Creditors' Meeting; c) meeting instructions, including how to log into the applicable Creditors' Meeting on the LUMI platform, how to cast your vote on the Plan or any motions made during the Creditors' Meeting, how to ask questions during the Creditors' Meeting; and how to navigate the LUMI Creditors' Meeting platform generally; d) a proposed agenda for the applicable Creditors' Meeting, and e) any updated or additional information relevant to the applicable Creditors' Meeting or the Plan, as determined by the Monitor.
6. If you have received a Known Claimant Notice and you did not dispute the amount of your claim or your claim was not contested, the amount of your claim set out in the Known Claimant Notice shall be the value of your Proven Claim for voting purposes. Disputed Claims that have been resolved and Proofs of Claim that have been accepted by the Monitor shall vote their claims in the amount of their Proven Claim.

7. The vote in respect of any unresolved Disputed Claim (each a “**Disputed Claim Vote**”) shall have the value ascribed by the Monitor, if any, for voting purposes. The Monitor shall keep a separate record of each Disputed Claim Vote submitted. No Disputed Claim Vote shall be counted for any purpose unless, until, and only to the extent that such Disputed Claim is finally determined to be a Proven Claim (accepted by the Monitor or determined by the Court) in accordance with the Claims Procedure Order.

CONDUCT AT MEETING

Registration

8. The ACC Creditors’ Meeting will be open no later than 9:30 a.m. (PDT) so that the registration process can be completed in a timely fashion and not delay the commencement of the ACC Creditors’ Meeting. The ACC Creditors’ Meeting will begin promptly at 10:00 a.m. (PDT).
9. The ACBI Creditors’ Meeting will be open no later than 11:45 a.m. (PDT) so that the registration process can be completed in a timely fashion and not delay the commencement of the ACBI Creditors’ Meeting. The ACBI Creditors’ Meeting will begin promptly at 12:00 p.m. (PDT).

Calling the Creditors’ Meetings to Order

10. Representatives of LUMI shall act as scrutineer during the Creditors’ Meetings (in that capacity, the “**Scrutineer**”). The Scrutineer will maintain a list of all attendees at each Creditors’ Meeting.
11. When a procedural motion is called for by the Chair, at its own instance, or based on a request for a motion by an Affected Creditor, the Chair will request from the general population of Affected Creditors in attendance at the applicable Creditors’ Meeting:
 - a. a seconder of the motion;
 - b. a call for a vote on the motion utilizing the LUMI platform voting function, by way of ordinary resolution (i.e.; by headcount without regard to dollar value); however, if a motion is either defeated or passed by fewer than 66.67% of the votes cast, the Chair may, in its sole discretion, call for a vote requiring both: (i) a majority in number of Affected Creditors voting on the motion; and (ii) the total Affected Claims voting in favour of the motion represent at least 66.67% in value of the Affected Claims voting on the motion (together, the “**Required Majority of Creditors**”); and
 - c. the Chair may invoke such other motion voting processes and procedures as it deems appropriate in the circumstances.

12. The vote of Affected Creditors required to pass a resolution to approve the Plan as it relates to ACC or ACBI will be conducted using the LUMI platform voting function (when activated by the Scrutineer) and shall be decided by the affirmative vote of at least the Required Majority of Creditors in the ACC Creditor Class or the ACBI Creditor Class, respectively (pursuant to section 6 of the CCAA and section 3.2 of the Plan).
13. In all instances, and in respect of all motions and votes, the Chair is authorized to accept ballots and/or votes electronically, by a show of hands, or by such other means as the Chair deems sufficient in the circumstances, and is authorized to modify the procedures set out in this Protocol as may be necessary to more efficiently conduct a Creditors' Meeting.

Questions at the Creditors' Meetings

14. The LUMI platform includes a Q&A feature that allows you to submit questions to the Chair electronically. For the purposes of asking questions at the Creditors' Meetings, please use the LUMI Q&A feature.
15. To the extent possible, the Chair will recognize your interest in asking a question in the following priority:
 - a. those that have submitted requests via the LUMI Q&A feature in the order asked; and
 - b. those that are unable to register on the LUMI Q&A feature, via a general call for oral questions.
16. Once recognized by the Chair, and before asking your oral question, please state:
 - a. your name; and
 - b. the Affected Creditor you represent, if applicable.
17. For clarity, you will not be permitted to ask a question orally, or to speak at the Creditors' Meetings unless and until you have been recognized by the Chair.
18. At all times during a Creditors' Meeting the Chair shall be entitled to mute or terminate the participation of any disruptive attendee.

POST-MEETING REPORTING

19. The Monitor shall, as soon as practicable following the Creditors' Meetings, provide a report that includes:
 - a. a summary of all motions called at the Creditors' Meetings;
 - b. the Scrutineer's report(s) on the result of the votes on each motion, including the motions to vote on the Plan; and

c. such further and other information as determined by the Monitor to be necessary.

The report will be available on the Monitor's Website at: <https://www.ksvadvisory.com/insolvency-cases/case/ardenton-capital-corporation>.

A copy of all Orders of the CCAA Court, Plan documents, forms and other pertinent materials in the CCAA Proceedings can be obtained by contacting Jordan Wong at jwong@ksvadvisory.com or Noah Goldstein at ngoldstein@ksvadvisory.com or by visiting the Monitor's Website: <https://www.ksvadvisory.com/insolvency-cases/case/ardenton-capital-corporation>

KSV Restructuring Inc.

In its capacity as Monitor of the Petitioners,
and not in its personal or corporate capacity