

Court File No. CV-23-00711401-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE
OR ARRANGEMENT OF CONTRACT
PHARMACEUTICALS LIMITED, CPL CANADA
HOLDCO LIMITED, CONTRACT PHARMACEUTICALS
LIMITED CANADA, GLASSHOUSE
PHARMACEUTICALS LIMITED CANADA, AND
GLASSHOUSE PHARMACEUTICALS LLC**

(the “**Applicants**”)

MONITOR’S CERTIFICATE

A. Pursuant to the Amended and Restated Initial Order of the Honourable Justice Penny of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”), dated December 22, 2023, the Applicants were granted protection from their creditors pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, and KSV Restructuring Inc. was appointed as the monitor of the Applicants (in such capacity, the “**Monitor**”).

B. Pursuant to the Approval and Reverse Vesting Order of the Court dated April 17, 2024 (the “**Approval and Reverse Vesting Order**”), the Court approved the transaction (the “**Transaction**”) contemplated by the Share Purchase Agreement (as amended and as may be further amended, the “**Agreement**”) between Contract Pharmaceuticals Limited, as seller (the “**Seller**”), and AIP Elixir Buyer Inc., as buyer (the “**Buyer**”) dated as of March 30, 2024.

C. The Approval and Reverse Vesting Order contemplates that the Transaction will be implemented and certain relief set out in the Approval and Reverse Vesting Order will become effective upon delivery of this Monitor’s Certificate by the Monitor to the Applicants and the Buyer.

D. Capitalized terms used but not defined herein have the meanings ascribed to them in the Approval and Reverse Vesting Order or the Agreement.

THE MONITOR HEREBY CERTIFIES the following:

1. The Monitor has received the Share Purchase Price.
2. The Buyer has paid to the Monitor the Closing Consideration, the Administrative Expense Reserve and the Terminated Employee Fund amount in accordance with the Agreement.
3. The Monitor has received written confirmation from the Buyer and the Seller, in form and substance satisfactory to the Monitor, that all conditions to Closing set forth in the Agreement have been satisfied or waived, as applicable, by the Buyer and the Seller.

This Monitor's Certificate was delivered by the Monitor at Toronto on June 4, 2024.

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

Per: _____

Name: Noah Goldstein

Title: Managing Director